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*Counsel for the Official Committee
of Unsecured Creditors*

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

In re:	§ Chapter 11
	§
SPHERATURE INVESTMENTS LLC,	§ Case No.: 20-42492
<i>et al.</i>,¹	§
	§
Debtors.	§ Jointly Administered

**SUMMARY OF FIRST INTERIM APPLICATION OF PACHULSKI STANG ZIEHL &
JONES, LLP, AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS, FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT
OF EXPENSES FOR SERVICES RENDERED DURING THE PERIOD FROM
FEBRUARY 1, 2021 THROUGH MARCH 31, 2021**

YOUR RIGHTS MAY BE AFFECTED BY THE RELIEF SOUGHT IN THIS APPLICATION. YOU SHOULD READ THIS APPLICATION CAREFULLY AND DISCUSS IT WITH YOUR ATTORNEY, IF YOU HAVE ONE IN THIS BANKRUPTCY CASE. IF YOU OPPOSE THE RELIEF SOUGHT BY THIS APPLICATION, YOU MUST FILE A WRITTEN OBJECTION, EXPLAINING THE FACTUAL AND/OR LEGAL BASIS FOR OPPOSING THE RELIEF.

NO HEARING WILL BE CONDUCTED ON THIS APPLICATION UNLESS A WRITTEN OBJECTION IS FILED WITH THE CLERK OF THE UNITED STATES BANKRUPTCY COURT AND SERVED UPON THE PARTY FILING THIS APPLICATION WITHIN TWENTY-ONE (21) DAYS FROM THE DATE OF SERVICE

¹ The “Debtors” in the above-captioned jointly administered chapter 11 bankruptcy cases (“Cases”) are: Spherature Investments LLC (“Spherature”) EIN#5471; Rovia, LLC (“Rovia”) EIN#7705; WorldVentures Marketing Holdings, LLC (“WV Marketing Holdings”) EIN#3846; WorldVentures Marketplace, LLC (“WV Marketplace”) EIN#6264; WorldVentures Marketing, LLC (“WV Marketing”) EIN#3255; WorldVentures Services, LLC (“WV Services”) EIN#2220.

SHOWN IN THE CERTIFICATE OF SERVICE UNLESS THE COURT SHORTENS OR EXTENDS THE TIME FOR FILING SUCH OBJECTION. IF NO OBJECTION IS TIMELY SERVED AND FILED, THIS APPLICATION SHALL BE DEEMED TO BE UNOPPOSED, AND THE COURT MAY ENTER AN ORDER GRANTING THE RELIEF SOUGHT. IF AN OBJECTION IS FILED AND SERVED IN A TIMELY MANNER, THE COURT WILL THEREAFTER SET A HEARING WITH APPROPRIATE NOTICE. IF YOU FAIL TO APPEAR AT THE HEARING, YOUR OBJECTION MAY BE STRICKEN. THE COURT RESERVES THE RIGHT TO SET A HEARING ON ANY MATTER.

Name of Applicant:	Pachulski Stang Ziehl & Jones, LLP	
Applicant's Role in case:	Counsel to the Official Committee of Unsecured Creditors	
Date Order of Employment Signed:	February 1, 2021 (Docket No. 177)	
Periods for which Compensation and Reimbursement is sought:	Beginning of Period	Ending Period
	February 1, 2021	March 31, 2021
Time Period covered by any prior applications:	N/A	N/A
Total amounts awarded in all prior applications:	None	
Total fees requested in the First Interim Application Period:	\$620,576.00	
Total professional fees requested in the First Interim Application Period:	\$581,833.00	
Total actual professional hours covered by the First Interim Application Period:	638.8	
Average hourly rate for professionals for the First Interim Application Period:	\$910	
Total paraprofessional fees requested in the First Interim Application Period:	\$38,743.00	
Total actual paraprofessional hours covered by the First Interim Application Period:	83.8	
Average hourly rate for paraprofessionals for the First Interim Application Period:	\$462	
Reimbursable expenses sought in the First Interim Application Period:	\$10,665.17	
Total to be Paid to Priority Unsecured Creditors:	N/A	
Anticipated % Dividend to Priority Unsecured Creditors:	N/A	
Total to be Paid to General Unsecured Creditors	N/A	

Anticipated % Dividend to Unsecured Creditors:	N/A
Date of confirmation hearing:	N/A
Indicate whether the plan has been confirmed.	N/A

Date Signed: April 20, 2021

/s/ Michael D. Warner

Michael D. Warner (TX Bar No. 00792304)

Ayala A. Hassell (TX Bar No. 01009800)

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**FIRST INTERIM APPLICATION OF PACHULSKI STANG ZIEHL & JONES, LLP,
AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS,
FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR SERVICES RENDERED DURING THE PERIOD FROM
FEBRUARY 1, 2021 THROUGH MARCH 31, 2021**

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NO HEARING WILL BE CONDUCTED ON THIS APPLICATION UNLESS A WRITTEN OBJECTION IS FILED WITH THE CLERK OF THE UNITED STATES

¹ The “Debtors” in the above-captioned jointly administered Chapter 11 bankruptcy cases are: Spherature Investments LLC (“Spherature”) EIN#5471; Rovia, LLC (“Rovia”) EIN#7705; WorldVentures Marketing Holdings, LLC (“WV Marketing Holdings”) EIN#3846; WorldVentures Marketplace, LLC (“WV Marketplace”) EIN#6264; WorldVentures Marketing, LLC (“WV Marketing”) EIN#3255; WorldVentures Services, LLC (“WV Services”) EIN#2220.

BANKRUPTCY COURT AND SERVED UPON THE PARTY FILING THIS APPLICATION WITHIN TWENTY-ONE (21) DAYS FROM THE DATE OF SERVICE SHOWN IN THE CERTIFICATE OF SERVICE UNLESS THE COURT SHORTENS OR EXTENDS THE TIME FOR FILING SUCH OBJECTION. IF NO OBJECTION IS TIMELY SERVED AND FILED, THIS APPLICATION SHALL BE DEEMED TO BE UNOPPOSED, AND THE COURT MAY ENTER AN ORDER GRANTING THE RELIEF SOUGHT. IF AN OBJECTION IS FILED AND SERVED IN A TIMELY MANNER, THE COURT WILL THEREAFTER SET A HEARING WITH APPROPRIATE NOTICE. IF YOU FAIL TO APPEAR AT THE HEARING, YOUR OBJECTION MAY BE STRICKEN. THE COURT RESERVES THE RIGHT TO SET A HEARING ON ANY MATTER.

Pachulski Stang Ziehl & Jones, LLP (“**PSZJ**”), counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) of Spherature Investments LLC (“**Spherature**”) and the affiliated jointly administered debtors and debtors in possession (the “**Debtors**”), hereby submits its first interim application (the “**First Interim Application**”) pursuant to (i) sections 330 and 331 of Title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “**Bankruptcy Code**”), (ii) Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and (iii) Rule 2016-1 of the Local Rules of Bankruptcy Procedure for the Eastern District of Texas (the “**Local Rules**”), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 issued by the Executive Office for United States Trustees (the “**Guidelines**”), Exhibit H of the United States Bankruptcy Court for the Eastern District of Texas Appendix 9007: Procedures for Complex Chapter 11 Cases in Texas Bankruptcy Courts “Guidelines for Compensation and Expense Reimbursement of Professionals in Complex Chapter 11 Cases (“**Exhibit H Guidelines**”), the Court’s Order Granting Complex Chapter 11 Bankruptcy Case Treatment [Docket No. 50], and the *Amended Order Granting Motion for Administrative Order Under Bankruptcy Code Sections 105(A) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 153] (the “**Interim Compensation Order**”).for allowance of compensation for services rendered in the aggregate amount of \$620,576.00 and for

reimbursement of actual and necessary expenses incurred by PSZJ in connection therewith in the amount of \$10,665.17 for the period from February 1, 2021 through March 31, 2021 (the “**Compensation Period**”). In support of this First Interim Application, PSZJ respectfully represents as follows:

JURISDICTION

1. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and the Court may enter a final order consistent with Article III of the United States Constitution.
2. Venue is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409.
3. The statutory bases for the relief requested herein are Bankruptcy Code sections 330 and 331, Bankruptcy Rule 2016, and Local Rule 2016-1.

CASE BACKGROUND AND STATUS

4. On December 21, 2020 (the “**Petition Date**”), each of the Debtors commenced a voluntary case under Chapter 11 of the Bankruptcy Code in this Court (the “**Cases**”). The Debtors are authorized to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No examiner has been appointed in these Chapter 11 Cases.
5. On December 30, 2020, the Court entered an Order directing the joint administration of the Debtors’ related Chapter 11 Cases [Docket No. 45], and also entered an *Order Granting Complex Chapter 11 Case Treatment* [Docket No. 50].
6. On January 22, 2021, the Office of the United States Trustee appointed the Committee pursuant to section 1102 of the Bankruptcy Code. The Committee, as reconstituted,

consists of the following three members: (i) FSP Legacy Tennyson Center, LLC; (ii) David Watson; and (iii) iCentris.

7. On March 15, 2021, the Court approved the retention of PSZJ as counsel to the Committee effective February 1, 2021 [Docket No. 177] and, on March 15, 202, the Court approved the retention of GlassRatner Advisory & Capital Group LLC d/b/a B. Riley Advisory Services (“**B. Riley**”) as financial advisor to the Committee, effective as of February 2, 2021 [Docket No. 178].

8. On December 22, 2020, the Debtors filed their *Emergency Motion for Interim and Final Orders Granting Use of Cash Collateral and Scheduling Final Hearing* [Docket No. 18] (the “**Cash Collateral Motion**”). On December 30, 2020, this Court entered the *First Interim Order Authorizing Debtors’ Use of Cash Collateral and Granting Adequate Protection and Related Relief* [Docket No. 55]; on January 25, 2021, the Court entered the *Second Interim Order Authorizing Debtors’ Use of Cash Collateral and Granting Adequate Protection and Related Relief* [Docket No. 97]; on February 19, 2021, the Court entered the *Third Interim Order Authorizing Debtors’ Use of Cash Collateral and Granting Adequate Protection and Related Relief* [Docket No. 136]; and on April 16, 2021, the Court entered the *Fourth Interim Order Authorizing Debtors’ Use of Cash Collateral and Granting Adequate Protection and Related Relief* [Docket No. 241] (collectively, the “**Interim Orders**”). The Cash Collateral Motion is currently set for hearing on May 3, 2021.

9. In support of the Cash Collateral Motion and other first-day motions, on December 23, 2020, the Debtors filed the *Declaration of Erik Toth in Support of Voluntary Petitions and First Day Motions* [Docket No. 20] (the “**First Day Declaration**”).

10. On January 21, 2021, Debtors filed their *Motion for Entry of an Order (I) Authorizing and Approving: (A) Bid Procedures; (B) Stalking Horse Bidder and Bid Protections;*

and (C) *Form and Manner of Notices*; (II) *Scheduling an Auction and Sale Hearing*; (III) *Approving the Sale of Substantially all of the Assets of the Debtors, Free and Clear of all Liens, Claims, Encumbrances and Interests*; (IV) *Authorizing the Assumption and Assignment of Executory Contracts and Unexpired Leases*; and (V) *Granting Related Relief* [Docket No. 92] (the “**Bid Procedures Motion**”). The Bid Procedures Motion is currently set for hearing on May 3, 2021.

11. On April 8, 2021, the Court entered the *Order Extending the Exclusive Periods During Which Only the Debtors May File and Confirm a Plan* [Docket No. 225], wherein the Debtors’ exclusivity filing period in which to file a Chapter 11 plan was extended to July 19, 2021, and the Debtors’ exclusivity solicitation period was extended to September 17, 2021.

Kenneth Head Adversary Proceeding

12. On February 22, 2021, the Debtors commenced an adversary proceeding against Kenneth E. Head by filing an *Original Complaint and Request for Preliminary Injunction* [Docket No. 141] (the “**Head Adversary**”).

13. On March 1, 2021, the Committee filed *The Official Committee of Unsecured Creditors Emergency Motion to Intervene in Adversary Proceeding* (the “**Motion to Intervene**”) and on March 10, 2021, the Court entered its order denying the Motion to Intervene but requiring Debtors to provide the Committee with a copy of any discovery produced in the adversary proceeding and also allowing the Committee to attend and observe all depositions in the adversary proceeding.

14. On March 26, 2021, the Court heard oral argument on the Debtors’ motion for a preliminary injunction, and at the end of the hearing, determined to grant the motion. An order was entered on April 6, 2021, which, among other things, restrains Head from engaging in activities that are related to WorldVentures’ current business, including, but not limited to,

activities that are related to WorldVentures' current travel membership, and/or any of WorldVentures' current members, agents, customers, vendors or suppliers. The preliminary injunction will remain in place until conclusion of a trial on the merits which has been scheduled for the last week in June.

15. Head filed *Defendant's Amended Motion to Dismiss Complaint Pursuant to Rule 12(b)(6) of the Federal Rules of Civil Procedure or Alternatively, Motion for a More Definite Statement Pursuant to Rule 12(e) and Motion to Strike Pursuant to Rule 12(f)* on April 2, 2021.

16. Debtors filed their *Plaintiffs' First Amended Complaint* on April 16, 2021.

17. On April 7, 2021, Head filed a *Motion for Withdrawal of the Reference Pursuant to 11 U.S.C. § 157(d) and FRBP 5011 and Supporting Brief*.

Seacret Adversary Proceeding

18. On March 5, 2021, the Debtors commenced an adversary proceeding against Seacret Direct LLC by filing an *Original Complaint and Request for Preliminary Injunction* [Docket No. 160] (the "**Seacret Adversary**"). Also on March 5, 2021, the Debtors filed a *Motion for Rule 2004 Examination of Grouply Ventures, LLC, Top Tier Travel, Inc., and Virginia Trask, and for Production of Documents* [Docket No. 161].

19. On March 31, 2021, Seacret filed a *Motion to Compel Arbitration, Motion to Dismiss, and Motion for More Definite Statement*.

20. On April 14, 2021, the Debtors filed their *Amended Complaint and Request for Preliminary Injunction*.

Viva Voyage Adversary

21. On March 30, 2021, Viva Voyage, LLC, filed its *Complaint to Determine Dischargeability of Debt*.

COMMITTEE INVESTIGATION

22. The Debtors and affiliated non-Debtor entities (collectively “WorldVentures”) are a multi-level marketing company founded, owned, and controlled by Wayne Nugent (“Nugent”). Although WorldVentures was once extremely successful, with annual revenues nearing \$1 billion, since at least 2017, the Debtors’ business has significantly deteriorated, and, to date, most of its top executives have resigned.

23. As the Debtors themselves put it:

Starting in 2015 and continuing until December 2016, revenue grew 32.9% from \$612 million to \$813 million as the business expanded into new international markets. **During this period of rapid growth, business leadership did not implement proper systems and controls to monitor profitability and cash flow.** A flawed commission structure was exploited by bad actors; in addition, around the same timeframe, overzealous Sales Reps in new markets began to aggressively market products in markets where the Debtors were not authorized to conduct business. This behavior was most prevalent within the Asian markets and the aggressive nature resulted in a higher commissionable rate than any other region. As a result, gross profit dropped from 30.2% in 2015 to 11.9% in 2016. **During that same period operating expenses only increased 7% from \$124.4 million to \$158.3 million; however, net income dropped from a profit of \$47.6 million to a loss of \$66.4 million.** In an effort to absorb losses, the business began to accumulate past due trade payables and commissions. To compound the liquidity issues, on or about April 2017 to May 2018, the Debtors were exposed to additional questionable activity in which stolen credit cards were used to book memberships and travel packages for non-members; this abuse resulted in approximately a 30% cancellation rate of trips. Revenue declined from \$533 million in 2017 to \$341 million in 2018. **Without adequate fraud and abuse management systems in place to provide monitoring, the Debtors experienced investigations by regulatory bodies in multiple markets resulting in fines and penalties.** Moreover, individual Sales Reps were investigated by regulatory bodies, which further exacerbated the negative impact on the brand’s reputation as penalties, fines, and damaging press, were levied upon the system. **In response to the dramatic impact to liquidity, the Debtors continued to**

withhold commissions payments and accumulated over \$42 million of an unpaid commission liability.²

(Emphasis added).

24. The Debtors' Chief Restructuring Officer further recounts that Nugent, "against the guidance of the Debtors' Chief Legal Officer and Chief Operating Officer, among others, executed a Limited Solicitation Agreement . . . with Seacret."³

25. Documents produced by the Debtors and Montgomery Capital Advisors, LLC ("Montgomery"), the agent for the Debtors' alleged prepetition first lien secured facility (the "Montgomery Facility"), show that Montgomery appears to have had a deep relationship with Nugent and the Debtors, beyond that of an ordinary secured lender, and its principal, Tom Montgomery, was also one of the negotiators for the Debtors in the Seacret negotiations, which is the subject of the pending Kenneth Head Adversary and Seacret Adversary. The Committee has reason to believe that during the time-frame described in the First Day Declaration, Montgomery was providing consulting services to the Debtors and, by July 30, 2019, Montgomery was owed \$190,000 by Debtor, Spherature, for "consulting services."⁴ This appears to be during the same time frame, starting on November 3, 2017, in which various documents under the Montgomery Facility were originally executed among the parties. This is unusual, not only because typical arms-length lenders do not also serve as paid consultants for

² First Day Declaration at ¶ 25. The facts set out in the First Day Declaration were asserted therein by the Debtors. They are being relied upon by the Committee solely for the purposes of the Investigation. The Committee does not adopt or agree to those facts and reserves all rights relating to them.

³ First Day Declaration at ¶ 29.

⁴ The Committee has not yet completed its investigation, however, pursuant to document requests, Montgomery has produced to the Committee two signed letter agreements, dated October 11, 2019 [MCA 001235] and December 31, 2019 [MCA 001865], that purport to transfer amounts owed by Debtor, Spherature, to Montgomery for **consulting services** into the then existing loan balances under the Montgomery Facility. The purported balance owed to Montgomery for consulting services was \$190,000 as of July 30, 2019. *See Amended Notice of Filing Witness and Exhibit List for April 6, 2021 Hearing*, Ex. 18 & 19 [Docket No. 219] (the "*Amended Committee Witness List*").

the borrowers, but also because it appears at least part of the Montgomery Facility is made up of “consulting services” which have not been investigated or validated.

26. As the statutory fiduciary charged with “investigat[ing] the acts, conduct, assets, liabilities, and financial condition of the debtor,” 11 U.S.C. § 1103(c)(2), and as a result of the admissions and additional troubling allegations that have been made in the Cases, the Committee has commenced an investigation (the “**Investigation**”)⁵ into, among other things: (a) the circumstances surrounding WorldVentures’ entry into a series of agreements with Seacret, and Montgomery’s involvement in the Seacret transactions; (b) transactions and dealings among the Debtors, the Debtors’ insiders, and Montgomery; (c) actions taken (or not taken) by the Debtors’ insiders and Montgomery that contributed to the Debtors’ downfall; and (d) whether Montgomery’s asserted liens, security interests and claims are properly perfected, valid, not avoidable, and not subject to re-characterization, disallowance, disgorgement, recovery, subordination, or any other claims or challenges under the Bankruptcy Code or applicable non-bankruptcy law.

RELIEF REQUESTED

27. By this First Interim Application, PSZJ seeks (i) allowance and award of compensation for the professional services rendered by PSZJ as Committee counsel during the Compensation Period in the amount of \$620,576.00 representing 722.6 hours of professional and paraprofessional services; and (ii) reimbursement of actual and necessary expenses incurred by

⁵ 11 U.S.C. § 1103.

PSZJ during the Compensation Period in connection with rendering such services in the amount of \$10,665.17.⁶

28. Pursuant to the Interim Compensation Order, during these Chapter 11 Cases, PSZJ has served monthly fee statements and has received payment of 80% of fees and 100% of expenses for the period February 1, 2021 to February 28, 2021. The Debtors have not yet remitted payment to PSZJ for those fees and expenses incurred by PSZJ for the month of March 2021. As of the date of this Application, PSZJ has not received any objections to any monthly fee statements. A summary of the amounts paid to PSZJ in accordance with the Interim Compensation Order during the First Interim Application Period is set forth as follows:

Period	Fees Incurred	Fees Paid	Expenses Incurred	Expenses Paid	Balance (Fees & Expenses)
February 1-28, 2021	\$269,599.50	\$215,679.60	\$1,240.56	\$1,240.56	\$53,919.90
March 1-31, 2021	\$350,976.50	\$0.00	\$9,424.61	\$0.00	\$360,401.11
Balance Owing:					\$414,321.01

29. PSZJ has received no payment and no promises for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this First Interim Application for the Compensation Period. There is no agreement or understanding between PSZJ and any persons other than the partners of PSZJ for the sharing of compensation to be received for services rendered in this case.

30. In connection with this engagement by the Committee, PSZJ did not receive a retainer, and has filed no prior interim applications for compensation.

⁶ The services performed by the Committee's professionals have been for the benefit of all Debtors in these jointly administered Cases, therefore, the firm's records are kept on a consolidated basis. However, the Committee reserves the right to amend this First Interim Application if it is determined that the Committee should file fee applications in each of the Cases.

31. Attached hereto as **Exhibit A** is a summary breakdown of hours and amounts billed by timekeeper. The summary sheet lists those PSZJ professionals, paraprofessionals, and other non-legal staff who have performed services for the Committee during the First Interim Application Period, the capacities in which each individual is employed by PSZJ, the department in which each individual practices, the hourly billing rate charged by PSZJ for services performed by such individual, the year in which each attorney was licensed to practice law, where applicable, and the aggregate number of hours expended in this matter and fees billed therefor.

SUMMARY OF SERVICES RENDERED

32. This First Interim Application provides a brief summary of the services rendered by PSZJ on behalf of the Committee during the Compensation Period by category. While it is not possible or practical to describe each and every activity undertaken by PSZJ, PSZJ has maintained contemporaneous time records, which include a detailed chronology of the daily services rendered describing the precise nature of the work, the specific tasks performed, and the time expended by each attorney and paraprofessional. Copies of the time records underlying the monthly fee statements and the fees and expenses incurred by PSZJ are attached hereto as **Exhibit B**.

33. Further, Exhibit B to this First Interim Application sets forth (i) the number of hours expended by each PSZJ professional and paraprofessional, (ii) the number of hours expended in each project category, and (iii) the expenses associated with the First Interim Application.

34. To the best of PSZJ's knowledge, the First Interim Application complies with sections 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, and Local Rule 2016-1.

35. The services performed by PSZJ are briefly summarized in the following categories of services:

A. Asset Analysis

Fees: \$11,016.00 Total Hours: 12.8

36. This category includes time spent by the Committee's professionals in an initial asset evaluation and in determining whether further investigation is appropriate based on the documentation of the Montgomery Facility and the events and actions of Montgomery with respect to the Debtors in the years prior to the filing of these Chapter 11 Cases. The initial asset analysis was performed through review of documents in the Debtors' data room, strategy calls and communications regarding potential claims against Montgomery, and requests for production of documents with respect to Montgomery controlled entities and related parties. In addition, time was spent in conducting legal research to determine the existence of potential challenges to the Montgomery Facility and potential claims against Montgomery and preparing an outline of potential claims.

B. Asset Disposition

Fees: \$56,501.00 Total Hours: 49.0

37. This category includes time spent in reviewing the Bid Procedures Motion and multiple conference calls and communications regarding the sale process. For the past several weeks, the Committee has been involved with the Debtors' ongoing sale process and has had numerous discussions with several potential purchasers, including the party identified as the Stalking Horse Bidder in the Bid Procedures Motion. This competitive and ongoing sale process, which involves the sale of substantially all the Debtors' assets and includes more interested parties than those mentioned above, has necessitated that the Committee's professionals be closely involved in reviewing draft asset purchase agreements and in

discussions regarding potential purchasers to ensure that the process maximizes value for the benefit of the Committee's constituents – the unsecured creditors in these Cases.

38. Because of the complexity of the issues and the effect such a sale would have on other issues in the Cases, time was spent by multiple professionals in reviewing potential asset purchase agreements and in communicating with other professionals within PSZJ as well as other stakeholders in the Cases.

C. Bankruptcy Litigation

Fees: \$258,559.50 Total Hours: 290.2

39. As described above, based on multiple troubling allegations and evidence in these Cases, the Committee has commenced an investigation into, among other things: (a) the circumstances surrounding Debtors' entry into a series of agreements with Seacret and Montgomery's involvement in the Seacret transactions; (b) transactions and dealings among the Debtors, the Debtors' insiders, and Montgomery; (c) actions taken (or not taken) by the Debtors' insiders and Montgomery that contributed to the Debtors' downfall; and (d) whether Montgomery's asserted liens, security interests and claims are properly perfected, valid, not avoidable, and not subject to re-characterization, disallowance, disgorgement, recovery, subordination, or any other claims or challenges under the Bankruptcy Code or applicable non-bankruptcy law. Additionally, the Committee's professionals are involved in monitoring the Seacret Adversary and the Kenneth Head Adversary as any recovery in these adversary proceedings will benefit the unsecured creditors in the Cases.

40. This category includes time spent reviewing diligence documents produced by Debtors in their data room; preparing a diligence tracker for documents produced by Debtors and multiple communications with Debtors regarding requests for additional documents; drafting requests for production of documents directed to secured lender, Montgomery, and related

entities; reviewing and monitoring multiple filings, hearings, and communications in the Seacret Adversary and Head Adversary, including preparing, filing, and attending the hearing on Committee's motion to intervene in Head Adversary; drafting motions for 2004 exams of Debtors' insiders; negotiation of stipulated protective order with Debtors; and conducting legal research as necessary. Because of the complexity of the various litigation matters, time was spent by multiple PSZJ professionals which necessitated multiple internal communications in order to properly coordinate strategy and achieve efficiency in the Cases.

D. Business Operations

Fees: \$7,962.50 Total Hours: 6.5

41. This category includes time spent on reviewing historical business operations of the Debtors' business and the pre-petition transactions with Seacret.

E. Case Administration

Fees: \$63,643.50 Total Hours: 81.8

42. This category includes work performed in connection with the day-to-day management of the work-flow, organization, and efficiency of services provided by the professionals in the Chapter 11 Cases and other, miscellaneous tasks that are not unique to another category. Among other things, during the Compensation Period, PSZJ expended time preparing and filing pro hac vice motions, docket reviews, preparing and keeping critical dates memo, preparing and updating work in progress memos, reviewing and commenting upon various first-day motions, establishing the unsecured creditor information website, working with Debtors' counsel regarding Committee confidentiality issues, attending various conference calls with various stakeholders in the Cases regarding case strategy and assignment of tasks, ordering transcripts, preparing witness and exhibit lists, attention to pending and rescheduled hearing information, and reviewing and filing pleadings in the Cases.

F. Claims Admin/Objections

Fees: \$6,505.00 Total Hours: 5.8

43. This category includes time spent by PSZJ professionals on various telephone calls and communications regarding potential class claims issues, strategy, and extending bar date for potential class claimants and issues surrounding adequate notice of claims procedure to all unsecured creditors including executory contract counterparties.

G. Compensation Professionals

Fees: \$435.00 Total Hours: 0.6

44. This category includes time spent editing Debtors' proposed Interim Compensation Order and corresponding with Debtors' counsel regarding various proposed revisions to the order.

H. Employee Benefit/Pension

Fees: \$2,611.00 Total Hours: 2.4

45. This category includes time spent attending a conference with former employee claimants and reviewing and summarizing a motion to pay employee wages and benefits filed as part of multiple motions filed with the Debtors' "first-day motions."

I. Executory Contracts

Fees: \$145.00 Total Hours: 0.2

46. This category includes time spent reviewing Debtors' proposed final order rejecting a certain real estate lease.

J. Financing/Cash Collateral

Fees: \$112,311.00 Total Hours: 143.6

47. The parties have not been able to come to an agreement on the terms of a final order for the use of cash collateral due, in large part, to the adequate protection terms and

stipulations and releases being insisted upon by Montgomery. It is the Committee's understanding that the Debtors have not completed a review of the liens, claims and encumbrances of Montgomery, nor claims against Montgomery. Likewise, although the Committee's Investigation is underway (as described above), it will need sufficient time to complete the Investigation. For these reasons, the Committee believes that any release of claims against Montgomery or stipulations as to the validity of Montgomery's liens and claims is inappropriate and without consideration. Therefore, in order to preserve assets for the benefit of unsecured creditors, the Committee's professionals have had to spend a substantial amount of time preparing for multiple cash collateral hearings and negotiations regarding entry of the four Interim Orders in these Cases.

48. This category includes the initial review of the Debtors' cash collateral motion and related papers, review and analysis of financial documents and information contained in Debtors' data room and schedules and statements, review of agreements and documents related to the Montgomery Facility, and legal research on cash collateral issues including adequate protection. The Committee's professionals have also spent time drafting the Committee's objection to cash collateral, reviewing orders and outlining disputes with regard to the first interim cash collateral order and Montgomery's proposed final cash collateral order, preparing multiple exhibit and witness lists, preparing for multiple hearings on cash collateral, and multiple communications and negotiations regarding the four Interim Orders entered in these Cases.

K. General Creditors Comm.

Fees: \$78,106.50 Total Hours: 96.7

49. This category includes time spent reviewing first day pleadings in preparation for Committee calls, preparing agendas, and participating in various Committee calls, attending the 341(a) Meeting, participating in various calls with unsecured creditors including sales

representatives, various communications with Committee members regarding various pleadings filed in the Cases and general case status, multiple conversations over time with several stakeholders regarding Committee membership, negotiations regarding the Committee's confidentiality agreement and NDA; and general services performed on behalf of the Committee that are not unique to another category. Because of the complexity of the various issues in the case including use of cash collateral, the Committee Investigation, pending adversary proceedings, and the sales process, time was spent by multiple PSZJ professionals which necessitated multiple internal communications in order to properly coordinate strategy and update the Committee appropriately.

L. Hearing

Fees: \$6,370.00 Total Hours: 5.2

50. This category includes time spent preparing for and attending hearings by telephone regarding the temporary restraining order, motion to intervene, and regarding various discovery issues in relation to the pending adversary proceedings.

M. Meeting of Creditors

Fees: \$942.50 Total Hours: 1.3

51. This category includes time spent preparing for and attending the section 341 meeting.

N. PSZ&J Retention

Fees: \$11,161.00 Total Hours: 18.9

52. This category includes time spent preparing, reviewing, editing, and filing of PSZJ's retention application and the multiple exhibits thereto, including the firm's disclosures and conflicts checks.

O. Retention of Professionals

Fees: \$3,478.50 Total Hours: 5.8

53. This category includes time reviewing, editing and filing B. Riley's retention application. In addition, time was spent in reviewing Foley's and Larx's retention applications and discussing the Committee's comments with the Debtors' professionals.

P. Schedules/SOFAs

Fees: \$828.00 Total Hours: 1.8

54. This category includes time spent pulling various copies of the Debtors' filed copies of the original and amended Schedules and SOFAs.

ACTUAL AND NECESSARY EXPENSES

55. During the Compensation Period, PSZJ incurred \$10,665.17 in out-of-pocket expenses on behalf of the Committee. PSZJ charges only its actual out-of-pocket expenses to the client, and such out-of-pocket expenses are not marked-up. Detailed descriptions of PSZJ's expenses are included in **Exhibit C** attached hereto.

56. While representing the Committee in this case, PSZJ charged the actual costs of (i) telephone charges, (ii) in and outsourced photocopying charges, (iii) court fees (including filing and Pacer fees), (iv) delivery services (Federal Express), (v) online research, and (vi) transcript services.

57. PSZJ believes that the foregoing rates for the services rendered align with the market rates that the majority of law firms charge their clients for such services. The expenses are reasonable and economical in view of the necessity of the services provided and are of the type customarily charged to PSZJ's non-bankruptcy clients.

58. Fee Application Preparation: In accordance with Exhibit H Guidelines, PSZJ states that it estimates that approximately 21 hours was spent on drafting this First Interim Application, reviewing related documents, fee statements, and applicable rules and guidelines, and participating in related communications. Accordingly, the estimated fee on account of such preparation is \$13,035.00. This amount is not requested through this First Interim Application but may be reflected on a future statement and application provided by PSZJ.

WHEREFORE, PSZJ respectfully requests that the Court:

(a) approve the allowance of \$620,576.00 for compensation of professional services rendered to the Committee during the period from February 1, 2021 through and including March 31, 2021;

(b) approve the reimbursement of PSZJ's out-of-pocket expenses incurred in connection with rendering such services during the period from February 1, 2021 through and including March 31, 2021, in the amount of \$10,665.17; and

(c) authorize and direct the Debtors to immediately pay to PSZJ a sum total of \$414,321.01, which amount represents the unpaid fees and expenses PSZJ incurred during the Compensation Period.

Dated: April 20, 2021

Respectfully submitted,

By: /s/ Michael D. Warner

Michael D. Warner (TX Bar No. 00792304)

Ayala A. Hassell (TX Bar No. 01009800)

**PACHULSKI STANG ZIEHL &
JONES, LLP**

440 Louisiana Street, Suite 900

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Email: ahassell@pszjlaw.com

*Counsel for the Official Committee of
Unsecured Creditors*

CERTIFICATE OF COMPLIANCE

I certify that I have read the application, and to the best of my knowledge, information and belief, formed after reasonable inquiry, the compensation and expense reimbursement sought is in conformity with the Court's Local Rules Appendix 9007, Exhibit H, Guidelines for Compensation and Expense Reimbursement of Professionals in Complex Chapter 11 Cases. I certify that the compensation and expense reimbursement requested are billed at rates, in accordance with practices, no less favorable than those customarily employed by the firm and generally accepted by the firm's clients.

/s/ Michael D. Warner

Michael D. Warner

CERTIFICATE OF SERVICE

I certify that on April 20, 2021, a true and correct copy of the foregoing document was caused to be served (i) electronically on the Electronic Case Filing System for the United States Bankruptcy Court for the Eastern District of Texas to parties that are registered to receive electronic notice in these cases and (ii) a copy of the foregoing will be served via first class mail by noticing agent Stretto on the parties listed on the Certificate of Service to be filed upon receipt from Stretto.

/s/ Michael D. Warner

Michael D. Warner

EXHIBIT A

**SUMMARY OF TIMEKEEPERS INCLUDED IN THIS FIRST INTERIM FEE APPLICATION
(FEBRUARY 1, 2021 THROUGH MARCH 31, 2021)**

NAME	TITLE OR POSITION	DEPARTMENT GROUP, OR SECTION	DATE OF FIRST ADMISSION ¹	HOURS BILLED IN THIS APPLICATION	HOURLY RATE	FEES BILLED IN THIS APPLICATION
Robert J. Feinstein	Partner	Bankruptcy & Restructuring	1982	48.4	\$1,395.00	\$67,518.00
Kenneth H. Brown	Partner	Bankruptcy & Restructuring	1981	8.6	\$1,225.00	\$10,535.00
Michael D. Warner	Member	Bankruptcy & Restructuring	1984	117.8	\$1,225.00	\$144,305.00
Maxim B. Litvak	Partner	Bankruptcy & Restructuring	1997	8.9	\$1,125.00	\$10,012.50
Beth E. Levine	Counsel	Bankruptcy & Restructuring	1993	60.8	\$950.00	\$57,760.00
Nina L. Hong	Partner	Bankruptcy & Restructuring	1996	38.9	\$875.00	\$34,037.50
Ayala Hassell	Counsel	Bankruptcy & Restructuring	1986	227.8	\$725.00	\$165,155.00
Steven W. Golden	Associate	Bankruptcy & Restructuring	2015	127.6	\$725.00	\$92,510.00
Leslie A. Forrester	Director of Legal Research	Bankruptcy & Restructuring	1982	13.0	\$475.00	\$6,175.00
Kerri L. LaBrada	Paralegal	Bankruptcy & Restructuring	2000	70.8	\$460.00	\$32,568.00
			Total:	722.6		\$620,576.00

¹ The dates provided for Leslie A. Forrester and Kerri L. LaBrada are dates of certification of their college degrees (not admission dates to any bar) as they are not attorneys.

Michael D. Warner (TX Bar No. 00792304)
Robert J. Feinstein (admitted *pro hac vice*)
Ayala Hassell (TX Bar No. 01009800)
Steven W. Golden (TX Bar No. 24099681)
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ahassell@pszjlaw.com
sgolden@pszjlaw.com

*Counsel for the Official Committee
of Unsecured Creditors*

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

In re:	§ Chapter 11
	§
SPHERATURE INVESTMENTS LLC,	§ Case No.: 20-42492
<i>et al.</i>,¹	§
	§
Debtors.	§ Jointly Administered

**MONTHLY FEE STATEMENT OF PACHULSKI STANG ZIEHL & JONES LLP FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS COUNSEL TO THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS FOR THE PERIOD FROM
FEBRUARY 1, 2021 THROUGH FEBRUARY 28, 2021**

Pursuant to the *Amended Order Granting Motion for Administrative Order Under Bankruptcy Code Sections 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 153] entered by the Court on March 1, 2021 (the “Compensation Order”), Pachulski Stang Ziehl & Jones LLP (“PSZJ”), attorneys for the Official Committee of Unsecured Creditors (the “Committee”), submits this

1 The “Debtors” in the above-captioned jointly administered chapter 11 bankruptcy cases (“Cases”) are: Spherature Investments LLC (“Spherature”) EIN#5471; Rovia, LLC (“Rovia”) EIN#7705; WorldVentures Marketing Holdings, LLC (“WV Marketing Holdings”) EIN#3846; WorldVentures Marketplace, LLC (“WV Marketplace”) EIN#6264; WorldVentures Marketing, LLC (“WV Marketing”) EIN#3255; WorldVentures Services, LLC (“WV Services”) EIN#2220.

monthly statement of services rendered and expenses incurred in this case for the period from February 1, 2021 through February 28, 2021 (the “Statement Period”).

I. Itemization of Services Rendered by PSZJ:

A. The following is a list of individuals and their respective titles that provided services during the Statement Period. It includes information regarding their respective billing rates and the total number of hours spent by each individual providing services during the Statement Period for which PSZJ seeks compensation.

SUMMARY

Name	Position	State of Bar Admission / Year	Hours	Hourly Rate	Total Compensation
Robert J. Feinstein	Partner	New York/1982	27.0	\$1,395.00	\$37,665.00
Michael D. Warner	Partner	Texas/1995 California/1984	54.9	\$1,225.00	\$67,252.50
Maxim B. Litvak	Partner	Texas/1997 California/2001	8.9	\$1,125.00	\$10,012.50
Ayala A. Hassell	Special Counsel	Texas/1986	108.1	\$725.00	\$78,372.50
Steven W. Golden	Associate	New York/2015 Texas/2016	80.0	\$725.00	\$58,000.00
Leslie A. Forrester	Clerk	n/a	5.4	\$475.00	\$2,565.00
Kerri L. LaBrada	Paralegal	n/a	34.2	\$460.00	\$15,732.00
Total			318.5		\$269,599.50

B. The time records of PSZJ consisting of a daily breakdown of the time spent by each person on each day, and detail as to the disbursements incurred are attached as **Exhibit A** to this Statement.

II. Itemization of Services Rendered and Disbursements Incurred By Category

The following itemization presents the services rendered by PSZJ by Task Categories, and provides a summary of disbursements incurred by category of disbursement.

1. Services Rendered

The following services were rendered in the following Task Categories:

Task Category	Hours	Fees Earned
Asset Disposition	9.2	\$10,090.00
Bankruptcy Litigation	70.8	\$65,482.50
Business Operations	6.5	\$7,962.50
Case Administration	57.1	\$45,529.00
Claims Admin/Objections	3.1	\$3,397.50
Compensation Prof.	.6	\$435.00
Employee Benefit/Pension	2.4	\$2,611.00
Executory Contracts	.2	\$145.00
Financing/Cash Collateral	79.1	\$65,298.50
General Creditors Comm.	69.0	\$53,852.50
Hearing	3.9	\$4,777.50
Meeting of Creditors	1.3	\$942.50
PSZ&J Retention	8.3	\$5,045.50
Retention of Prof.	5.8	\$3,478.50
Schedules/Sofa	1.2	\$552.00
TOTAL	318.5	\$269,599.50

A detailed itemization of the services rendered in each of the above Task Categories is set forth in **Exhibit A**.

2. Disbursements Incurred

The disbursements incurred by PSZJ for this Statement are as follows:

Expense Category	Total Expenses
Legal Research (Bloomberg/Lexis/Nexis)	\$580.36
Pacer	\$11.90
Copying/Scanning	\$261.00
Transcript	\$387.30
Total	\$1,240.56

3. Accordingly, the amount of compensation and expenses payable for this Statement Period is **\$216,920.16** which is calculated as follows:

Total Fees for Services Rendered During Statement Period	\$269,599.50
Twenty Percent (20%) Holdback	- \$53,919.90
Fees Minus Holdback	\$215,679.60
Costs (100%)	+ \$1,240.56
TOTAL	\$216,920.16

WHEREFORE, pursuant to the Interim Compensation Order, PSZJ requests payment of compensation in the amount of (i) \$215,679.60 (80% of \$269,599.50) on account of actual, reasonable and necessary professional services rendered to the Committee by PSZJ and (ii) reimbursement of actual and necessary costs and expenses in the amount of \$1,240.56 incurred on behalf of the Committee by PSZJ.

Respectfully submitted,

Dated: March 23, 2021

By: /s/ Michael D. Warner

Michael D. Warner (TX Bar No. 00792304)

Robert Feinstein (Admitted *pro hac vice*)

Ayala Hassell (TX Bar No. 01009800)

Steven Golden (TX Bar No. 24099681)

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*Counsel for The Official Committee of
Unsecured Creditors*

EXHIBIT A

Pachulski Stang Ziehl & Jones LLP

10100 Santa Monica Blvd.
13th Floor
Los Angeles, CA 90067

February 28, 2021

Invoice 127417

Client 80687

Matter 00001

MDW

Official Committee of Unsecured Creditors

RE: Spherature Investments LLC

STATEMENT OF PROFESSIONAL SERVICES RENDERED THROUGH 02/28/2021

FEES	\$269,599.50
EXPENSES	\$1,240.56
TOTAL CURRENT CHARGES	\$270,840.06

Pachulski Stang Ziehl & Jones LLP
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Summary of Services by Professional

<u>ID</u>	<u>Name</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
AAH	Hassell, Ayala A.	Special Counsel	725.00	108.10	\$78,372.50
KLL	LaBrada, Kerri L.	Paralegal	460.00	34.20	\$15,732.00
LAF	Forrester, Leslie A.	Other	475.00	5.40	\$2,565.00
MBL	Litvak, Maxim B.	Partner	1125.00	8.90	\$10,012.50
MDW	Warner, Michael D.	Partner	1225.00	54.90	\$67,252.50
RJF	Feinstein, Robert J.	Partner	1395.00	27.00	\$37,665.00
SWG	Golden, Steven W.	Associate	725.00	80.00	\$58,000.00
				<hr/> 318.50	<hr/> \$269,599.50

Pachulski Stang Ziehl & Jones LLP
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Summary of Services by Task Code

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
AD	Asset Disposition [B130]	9.20	\$10,090.00
BL	Bankruptcy Litigation [L430]	70.80	\$65,482.50
BO	Business Operations	6.50	\$7,962.50
CA	Case Administration [B110]	57.10	\$45,529.00
CO	Claims Admin/Objections[B310]	3.10	\$3,397.50
CP	Compensation Prof. [B160]	0.60	\$435.00
EB	Employee Benefit/Pension-B220	2.40	\$2,611.00
EC	Executory Contracts [B185]	0.20	\$145.00
FN	Financing [B230]	79.10	\$65,298.50
GC	General Creditors Comm. [B150]	69.00	\$53,852.50
HE	Hearing	3.90	\$4,777.50
MC	Meeting of Creditors [B150]	1.30	\$942.50
PR	PSZ&J Retention	8.30	\$5,045.50
RP	Retention of Prof. [B160]	5.80	\$3,478.50
SFA	Schedules/Sofa	1.20	\$552.00
		318.50	<hr/> \$269,599.50

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Summary of Expenses

<u>Description</u>	<u>Amount</u>
Bloomberg	\$421.70
Lexis/Nexis- Legal Research [E	\$158.66
Pacer - Court Research	\$11.90
Reproduction/ Scan Copy	\$261.00
Transcript [E116]	\$387.30
	<hr/>
	\$1,240.56

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Asset Disposition [B130]						
02/03/2021	SWG	AD	Review bid procedures motion.	0.80	725.00	\$580.00
02/06/2021	SWG	AD	Edit proposed bid procedures order and related documents.	0.80	725.00	\$580.00
02/08/2021	SWG	AD	Call with W. Weitz re: sale process.	0.20	725.00	\$145.00
02/08/2021	MDW	AD	Conf. with FA re lack of documents from Debtors' CRO/FA in response to request for same.	0.40	1225.00	\$490.00
02/09/2021	RJF	AD	Call with MW, debtor's counsel regarding sale process and investigations.	1.00	1395.00	\$1,395.00
02/10/2021	SWG	AD	Call with M. Warner re: bid procedures process and motion.	0.20	725.00	\$145.00
02/13/2021	MDW	AD	Review Motion for Bid Procedures approval.	1.60	1225.00	\$1,960.00
02/16/2021	MDW	AD	Internal professional discussion re sale process and need to address issues with Debtors.	0.50	1225.00	\$612.50
02/18/2021	SWG	AD	Call with W. Weitz re: sale process.	0.50	725.00	\$362.50
02/18/2021	MDW	AD	Internal professional discussion re sale process issues.	0.90	1225.00	\$1,102.50
02/19/2021	MDW	AD	Internal Discussion re sale motion.	0.80	1225.00	\$980.00
02/22/2021	SWG	AD	Begin drafting objection to bid procedures.	0.20	725.00	\$145.00
02/27/2021	MDW	AD	Prep for, participate in, and post-call, with counsel for and CRO for Debtors' re sale process issues.	1.30	1225.00	\$1,592.50
				9.20		\$10,090.00

Bankruptcy Litigation [L430]

02/02/2021	RJF	BL	Review background materials on new case, claims investigation.	1.00	1395.00	\$1,395.00
02/03/2021	LAF	BL	Research re: Pending litigation; FTC investigation?	1.50	475.00	\$712.50
02/05/2021	LAF	BL	Legal research re: Information protocol motions in Texas bankruptcy courts.	1.10	475.00	\$522.50
02/05/2021	SWG	BL	Call with M. Warner re: potential bankruptcy litigation matters.	0.40	725.00	\$290.00
02/05/2021	SWG	BL	Call with R. Feinstein re: potential litigation matters.	0.10	725.00	\$72.50
02/05/2021	SWG	BL	Call with W. Weitz re: potential bankruptcy	0.10	725.00	\$72.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			litigation matters.			
02/05/2021	SWG	BL	Begin drafting preliminary diligence list.	1.30	725.00	\$942.50
02/05/2021	SWG	BL	Review Spherature/Seacret agreement.	0.20	725.00	\$145.00
02/06/2021	MDW	BL	Review draft schedule of document requests to Debtors.	1.20	1225.00	\$1,470.00
02/07/2021	RJF	BL	Review and comment on diligence list, related emails regarding investigation.	0.30	1395.00	\$418.50
02/08/2021	LAF	BL	Build creditor website.	1.50	475.00	\$712.50
02/11/2021	MDW	BL	Initial review of Debtors' draft complaint against Head.	1.70	1225.00	\$2,082.50
02/11/2021	MDW	BL	Call from counsel for Debtors re timing of litigation re seacret/Head.	0.40	1225.00	\$490.00
02/12/2021	RJF	BL	Review draft litigation papers.	0.80	1395.00	\$1,116.00
02/12/2021	RJF	BL	Telephone conference with MW regarding litigation issue.	0.20	1395.00	\$279.00
02/12/2021	RJF	BL	Call with Foley regarding draft litigation papers.	0.80	1395.00	\$1,116.00
02/12/2021	SWG	BL	Review data room and documents contained within data room and send same to PSZJ team.	0.60	725.00	\$435.00
02/13/2021	SWG	BL	Review documents in data room.	0.30	725.00	\$217.50
02/13/2021	SWG	BL	Begin drafting request for production to Montgomery.	1.80	725.00	\$1,305.00
02/13/2021	MDW	BL	Internal discussion with co-counsel, FA and others, in prep for call with Debtors' litigators re Head litigation.	1.10	1225.00	\$1,347.50
02/13/2021	MDW	BL	Call with counsel for Debtors re Head litigation.	0.90	1225.00	\$1,102.50
02/13/2021	MDW	BL	Cont. review of draft Head related documents.	2.80	1225.00	\$3,430.00
02/13/2021	MDW	BL	Cont. review of draft pleadings by Debtors' counsel re head litigation.	1.20	1225.00	\$1,470.00
02/14/2021	SWG	BL	Update preliminary diligence tracker (.1); send email to Committee professional team re: same (.1)	0.20	725.00	\$145.00
02/14/2021	SWG	BL	Continue drafting RFP to Thomas Montgomery.	0.50	725.00	\$362.50
02/15/2021	MBL	BL	Review draft document requests to Montgomery.	0.20	1125.00	\$225.00
02/15/2021	RJF	BL	Telephone conference with Warner regarding Head	0.30	1395.00	\$418.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			action, etc.			
02/15/2021	RJF	BL	Emails Steven W. Golden regarding intervention research.	0.20	1395.00	\$279.00
02/15/2021	SWG	BL	Draft and send email to PSZJ team re: RFP to Montgomery.	0.10	725.00	\$72.50
02/15/2021	SWG	BL	Research regarding intervention in adversary proceedings.	0.50	725.00	\$362.50
02/15/2021	SWG	BL	Review documents in Debtors' data room.	0.50	725.00	\$362.50
02/16/2021	AAH	BL	Review and provide comments to first request for production of documents to T. Montgomery, principal of Montgomery Capital, secured lender in connection with lien review; multiple corresp. re same	1.50	725.00	\$1,087.50
02/16/2021	AAH	BL	Multiple corresp. and attention to diligence and gathering additional documents for lien review	0.40	725.00	\$290.00
02/16/2021	SWG	BL	Draft and send email to Debtors' counsel regarding ongoing document production.	0.10	725.00	\$72.50
02/16/2021	SWG	BL	Edit RFP to Montgomery.	0.10	725.00	\$72.50
02/17/2021	MBL	BL	Review and comment on revised document requests; emails with team re same.	0.20	1125.00	\$225.00
02/17/2021	SWG	BL	Call with R. Feinstein re: bankruptcy litigation matters.	0.40	725.00	\$290.00
02/17/2021	SWG	BL	Draft and edit requests for production of documents to Montgomery and MCA.	1.30	725.00	\$942.50
02/17/2021	SWG	BL	Begin drafting request for production to Debtors.	0.70	725.00	\$507.50
02/17/2021	SWG	BL	Attend to diligence tracker for requests made to Debtors.	0.60	725.00	\$435.00
02/18/2021	SWG	BL	Send email to Debtors' counsel re: document production.	0.10	725.00	\$72.50
02/18/2021	SWG	BL	Draft stipulated protective order.	0.60	725.00	\$435.00
02/18/2021	SWG	BL	Continue drafting request for production to Debtors.	0.70	725.00	\$507.50
02/18/2021	SWG	BL	Draft and send email to Debtors' counsel regarding intervention in anticipated adversary proceedings.	0.20	725.00	\$145.00
02/18/2021	SWG	BL	Begin drafting Nugent 2004 Motion.	0.50	725.00	\$362.50
02/20/2021	AAH	BL	Review corresp. re additional discovery from	0.20	725.00	\$145.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
debtors						
02/20/2021	SWG	BL	Continue drafting RFP to Debtors.	0.40	725.00	\$290.00
02/20/2021	SWG	BL	Continue drafting Nugent 2004 Motion.	0.90	725.00	\$652.50
02/20/2021	SWG	BL	Edit stipulated protective order.	0.20	725.00	\$145.00
02/21/2021	AAH	BL	Review corresp. re lien review update and corresp. re additional information needed	0.50	725.00	\$362.50
02/22/2021	AAH	BL	Receive and review representative and member agreements and all related agreements from data room for purposes of lien review	1.50	725.00	\$1,087.50
02/22/2021	SWG	BL	Send email to Debtors regarding intervention in adversary.	0.10	725.00	\$72.50
02/22/2021	SWG	BL	Call with Foley regarding intervention in adversary.	0.20	725.00	\$145.00
02/22/2021	KLL	BL	Review docket re Head adversary case and download all filings related to same	0.40	460.00	\$184.00
02/22/2021	KLL	BL	Review notice of hearing on emergency motion for expedited discovery and docket dates to same re Head adversary case	0.20	460.00	\$92.00
02/23/2021	RJF	BL	Review as-filed Head complaint and TRO papers, prepare for hearing.	1.70	1395.00	\$2,371.50
02/23/2021	RJF	BL	Review Head and Seacret opposition papers.	1.00	1395.00	\$1,395.00
02/23/2021	LAF	BL	Legal research re: Committee motion to intervene in adversary proceeding.	0.50	475.00	\$237.50
02/23/2021	SWG	BL	Draft and send email re: Head AP	0.10	725.00	\$72.50
02/23/2021	SWG	BL	Review filings in Head adversary proceeding.	0.60	725.00	\$435.00
02/23/2021	KLL	BL	Prepare Motion to Intervene	0.80	460.00	\$368.00
02/23/2021	KLL	BL	Review court docket re call in info for 2/24 hearing	0.20	460.00	\$92.00
02/23/2021	KLL	BL	Review Docket re Heads adversary case for current filings and download same	0.30	460.00	\$138.00
02/24/2021	RJF	BL	Review Head and Seacret opposition papers.	0.40	1395.00	\$558.00
02/24/2021	RJF	BL	Telephone conference with Steven W. Golden regarding adversary.	0.10	1395.00	\$139.50
02/24/2021	RJF	BL	Telephone conference with MW regarding hearing.	0.10	1395.00	\$139.50
02/24/2021	RJF	BL	Prepare for hearing.	1.00	1395.00	\$1,395.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
02/24/2021	RJF	BL	Attend Part 1 of hearing on TRO and request for discovery.	2.20	1395.00	\$3,069.00
02/24/2021	RJF	BL	Attend Part 2 of hearing of TRO hearing.	1.80	1395.00	\$2,511.00
02/24/2021	RJF	BL	Call with Wagner, debtors' counsel regarding TRO issues.	0.30	1395.00	\$418.50
02/24/2021	RJF	BL	Telephone conference with Warner regarding TRO issues.	0.30	1395.00	\$418.50
02/24/2021	SWG	BL	Begin drafting motion to intervene in adversary proceeding.	3.60	725.00	\$2,610.00
02/24/2021	SWG	BL	Call with Debtors' counsel re: Head adversary proceeding.	0.30	725.00	\$217.50
02/24/2021	SWG	BL	Prepare for and attend (partially) telephonic hearing in Head adversary proceeding.	0.90	725.00	\$652.50
02/24/2021	MDW	BL	Review recently filed pleadings by Head and Seacret re TRO and discovery hearing.	1.30	1225.00	\$1,592.50
02/24/2021	MDW	BL	Call with Committee Chair post hearing on TRO/Discovery.	0.20	1225.00	\$245.00
02/24/2021	KLL	BL	Pull all related filings to Motion to Expedite Discovery and TRO Motion for 2/24 hearing	0.40	460.00	\$184.00
02/25/2021	RJF	BL	Review and revision of motion to intervene.	0.80	1395.00	\$1,116.00
02/25/2021	LAF	BL	Legal research re: Committee motion to intervene in adversary proceeding.	0.80	475.00	\$380.00
02/25/2021	SWG	BL	Continue drafting motion to intervene in Head adversary proceeding.	3.40	725.00	\$2,465.00
02/25/2021	SWG	BL	Draft motion for emergency hearing.	0.30	725.00	\$217.50
02/25/2021	SWG	BL	Edit intervention motion per M. Warner comments.	0.20	725.00	\$145.00
02/25/2021	KLL	BL	Prepare Emergency Hearing Motion and Order to same	1.20	460.00	\$552.00
02/25/2021	KLL	BL	Listen to audio of 2/24 Gulfport hearing on Class Proof of Claims matter	0.50	460.00	\$230.00
02/26/2021	RJF	BL	Telephone conference with Seacret's counsel, MW regarding lawsuit, etc.	0.30	1395.00	\$418.50
02/26/2021	RJF	BL	Internal emails regarding Head litigation issues.	0.30	1395.00	\$418.50
02/26/2021	RJF	BL	Review and revise motion to intervene and	1.00	1395.00	\$1,395.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			supporting declarations.			
02/26/2021	RJF	BL	Telephone conference with Head's attorney regarding intervention, case issues.	0.40	1395.00	\$558.00
02/26/2021	SWG	BL	Exchange emails with R. Feinstein and M. Warner re: intervention in adversary proceeding.	0.20	725.00	\$145.00
02/26/2021	SWG	BL	Edit motion to intervene and send same to team.	0.50	725.00	\$362.50
02/26/2021	SWG	BL	Draft declaration in support of motion for emergency hearing.	0.40	725.00	\$290.00
02/26/2021	MDW	BL	Review / Revise draft intervention motion re Head litigation.	0.40	1225.00	\$490.00
02/26/2021	KLL	BL	Revise motion to intervene and prepare declaration to same	1.30	460.00	\$598.00
02/27/2021	RJF	BL	Call with Warner, Seacret's counsel regarding case issues.	1.00	1395.00	\$1,395.00
02/27/2021	SWG	BL	Finalize motion to intervene and related pleadings for filing.	0.50	725.00	\$362.50
02/27/2021	MDW	BL	Internal discussion re Head Litigation issues..	0.40	1225.00	\$490.00
02/27/2021	MDW	BL	Prep for and participate in call with counsel for Seacret re Head litigation.	0.90	1225.00	\$1,102.50
02/27/2021	KLL	BL	Review correspondence and be on standby for motion to intervene filing	0.60	460.00	\$276.00
02/28/2021	SWG	BL	Call with S. Jones re: outstanding document requests.	0.50	725.00	\$362.50
02/28/2021	KLL	BL	Review correspondence and be on standby for motion to intervene filing	1.00	460.00	\$460.00
				70.80		\$65,482.50

Business Operations

02/08/2021	MDW	BO	Internal strategy discussion re discovery issues, historical business operations, etc.	1.30	1225.00	\$1,592.50
02/09/2021	MDW	BO	Review pre-petition agreement with Seacret.	1.30	1225.00	\$1,592.50
02/10/2021	MDW	BO	Cont. review of historical information re Debtors' operations and business transactions with Seacret.	2.30	1225.00	\$2,817.50
02/16/2021	MDW	BO	Internal professional discussion in prep for committee call.	1.60	1225.00	\$1,960.00

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				6.50		\$7,962.50
Case Administration [B110]						
02/01/2021	MDW	CA	Review filed pleadings, outline issues for committee to consider.	2.20	1225.00	\$2,695.00
02/02/2021	RJF	CA	Telephone conference with Michael D. Warner regarding new committee case.	0.30	1395.00	\$418.50
02/02/2021	RJF	CA	Internal call regarding case.	1.00	1395.00	\$1,395.00
02/02/2021	SWG	CA	Comprehensive call with Committee team re: case administration matters.	1.00	725.00	\$725.00
02/02/2021	SWG	CA	Call with K. LaBrada re: case administration.	0.50	725.00	\$362.50
02/02/2021	MDW	CA	Outline agenda of issues for professional teams to address.	1.60	1225.00	\$1,960.00
02/02/2021	MDW	CA	Prep for and conduct professionals calls re next steps in case.	1.20	1225.00	\$1,470.00
02/02/2021	KLL	CA	Attend professionals call for initial case review and strategy.	1.00	460.00	\$460.00
02/02/2021	KLL	CA	Call with S. Golden re upcoming tasks and EDTX procedures.	0.60	460.00	\$276.00
02/03/2021	RJF	CA	Attention to pro hac vice application.	0.10	1395.00	\$139.50
02/03/2021	RJF	CA	Review motion summary.	0.10	1395.00	\$139.50
02/03/2021	RJF	CA	Review WIP list.	0.10	1395.00	\$139.50
02/03/2021	SWG	CA	Review docket in case and summarize same for Committee.	0.50	725.00	\$362.50
02/03/2021	SWG	CA	Draft WIP list.	1.00	725.00	\$725.00
02/03/2021	SWG	CA	Call with A. Hassell re: case administration.	0.80	725.00	\$580.00
02/03/2021	SWG	CA	Attend to creation of email lists.	0.20	725.00	\$145.00
02/03/2021	SWG	CA	Review first day declaration.	0.40	725.00	\$290.00
02/03/2021	SWG	CA	Draft and send email to PSZJ team re: case administration matters.	0.20	725.00	\$145.00
02/03/2021	SWG	CA	Review taxes (.1) and utilities (.1) motions.	0.20	725.00	\$145.00
02/03/2021	SWG	CA	Call with W. Weitz re: case admin matters.	0.30	725.00	\$217.50
02/03/2021	MDW	CA	Review public and filed information for background on Debtors, and address general administrative	2.20	1225.00	\$2,695.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			issues with paralegal and others internally.			
02/03/2021	KLL	CA	Review docket and prepare critical dates memo and docket dates to same.	1.30	460.00	\$598.00
02/03/2021	KLL	CA	Prepare Pro Hac Vice Motion and Order to same for A. Hassell.	0.90	460.00	\$414.00
02/03/2021	KLL	CA	Prepare Pro Hac Vice Motion and Order to same for R. Feinstein.	0.90	460.00	\$414.00
02/03/2021	KLL	CA	Prepare and file Notice of Appearance.	1.10	460.00	\$506.00
02/04/2021	AAH	CA	Receive corresp and calendar additional deadlines for objections and motions for reconsideration.	0.20	725.00	\$145.00
02/04/2021	SWG	CA	Call with K. LaBrada re: case administration.	0.20	725.00	\$145.00
02/04/2021	SWG	CA	Call with W. Weitz re: case scheduling and administration.	0.20	725.00	\$145.00
02/04/2021	KLL	CA	Update critical calendar and docket new dates.	0.40	460.00	\$184.00
02/04/2021	KLL	CA	Create contact sheet and circulate same	0.70	460.00	\$322.00
02/04/2021	KLL	CA	Finalize and file pro hac vice for R. Feinstein	0.40	460.00	\$184.00
02/04/2021	KLL	CA	Finalize and file pro hac vice for A. Hassell	0.40	460.00	\$184.00
02/05/2021	AAH	CA	Prepare for and attend call with S. Golden to discuss potential objections and strategy concerning multiple first day orders including bid procedures motion, insurance motion, customer programs motion, and interim cash collateral order	1.20	725.00	\$870.00
02/05/2021	AAH	CA	Review bid procedures, cash management, taxes, and wages motions to determine potential objections and or grounds for motion for reconsideration	1.80	725.00	\$1,305.00
02/05/2021	SWG	CA	Comprehensive call with A. Hassell re: pending motions and next steps.	1.20	725.00	\$870.00
02/05/2021	KLL	CA	Download and review filings from docket (bid procedures, cash collateral and cash management)	1.70	460.00	\$782.00
02/05/2021	KLL	CA	Review docket on current filing and docket any new dates to same	0.20	460.00	\$92.00
02/06/2021	RJF	CA	Continued call with debtors' professionals regarding case issues.	0.80	1395.00	\$1,116.00
02/06/2021	SWG	CA	Draft text for unsecured creditor information website.	0.30	725.00	\$217.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
02/06/2021	MDW	CA	Draft notes and review materials in prep for internal call re administrative motions, to address issues with Debtors' counsel.	1.30	1225.00	\$1,592.50
02/07/2021	AAH	CA	Continue review and comments to first day motions and orders, including cash management and customer programs motions, re potential objections and grounds for motion for reconsideration and corresp. re same	1.30	725.00	\$942.50
02/08/2021	RJF	CA	Internal call regarding case matters, investigations.	1.00	1395.00	\$1,395.00
02/08/2021	SWG	CA	Draft and send internal email to PSZJ team regarding important pending matters and motions.	0.20	725.00	\$145.00
02/08/2021	SWG	CA	Call with M. Warner re: case administration and pending motions.	0.30	725.00	\$217.50
02/08/2021	SWG	CA	Draft and send several emails regarding case filings to PSZJ team.	0.20	725.00	\$145.00
02/08/2021	SWG	CA	Update WIP	0.20	725.00	\$145.00
02/08/2021	SWG	CA	Call with PSZJ team re: case strategy.	1.00	725.00	\$725.00
02/08/2021	SWG	CA	Call with W. Weitz re: case strategy and pending motions.	0.60	725.00	\$435.00
02/08/2021	KLL	CA	Download and convert conflict list for circulation	0.50	460.00	\$230.00
02/08/2021	KLL	CA	Telephone call with transcriber and submit transcript requests re hearings held on 1/15 and 1/21	0.40	460.00	\$184.00
02/08/2021	KLL	CA	Review order on omnibus hearing dates and update master calendar on same	0.40	460.00	\$184.00
02/08/2021	KLL	CA	Download filings from docket for M. Warner	0.30	460.00	\$138.00
02/09/2021	AAH	CA	Additional review of first day motions including motion to retain Stretto and corresp re same with committee professionals; corresp. with team re debtors' insurance policies/premiums related to motion to maintain insurance policies	1.70	725.00	\$1,232.50
02/09/2021	SWG	CA	Call with W. Nugent re: case admin matters.	0.30	725.00	\$217.50
02/09/2021	MDW	CA	Prep for Committee meeting with other professionals.	0.40	1225.00	\$490.00
02/09/2021	MDW	CA	Call with Debtors' counsel re sale issues in light of pre-petition transactions; and follow up email re same.	0.90	1225.00	\$1,102.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
02/09/2021	KLL	CA	Download and review various loan documents	0.60	460.00	\$276.00
02/09/2021	KLL	CA	Download and circulate hearing transcripts re 1/15 and 1/21	0.20	460.00	\$92.00
02/09/2021	KLL	CA	Review current docket updates and circulate same	0.20	460.00	\$92.00
02/09/2021	KLL	CA	Prepare witness and exhibit list re 2/16 hearing	0.40	460.00	\$184.00
02/09/2021	KLL	CA	Download and circulate orders re pro hacs for A. Hassell and R. Feinstein	0.20	460.00	\$92.00
02/10/2021	KLL	CA	Review docket for current filings on declarations for electronic filing	0.20	460.00	\$92.00
02/11/2021	AAH	CA	Gather information for witness & exhibit list and coordinate with K. Labrada to prepare and file list; multiple corresp. with team regarding witness & exhibit list	1.80	725.00	\$1,305.00
02/11/2021	SWG	CA	Call with M. Warner and A. Hassell re: pending matters.	0.30	725.00	\$217.50
02/11/2021	KLL	CA	Revise and file witness and exhibit list and exhibits to same for 2/16 hearing	1.90	460.00	\$874.00
02/12/2021	SWG	CA	Call with T. Scannell re: case administration and confi matters.	0.40	725.00	\$290.00
02/12/2021	KLL	CA	Correspond with court clerk on court appearances for 2/16 hearing	0.30	460.00	\$138.00
02/12/2021	KLL	CA	Review docket and update critical dates memo	0.30	460.00	\$138.00
02/15/2021	SWG	CA	Call with Debtors' counsel re: case status.	0.50	725.00	\$362.50
02/16/2021	RJF	CA	WIP call with B. Riley, PSZJ.	0.80	1395.00	\$1,116.00
02/16/2021	SWG	CA	Update WIP list.	0.10	725.00	\$72.50
02/16/2021	SWG	CA	Participate in WIP call with PSZJ and B. Riley teams.	1.00	725.00	\$725.00
02/16/2021	SWG	CA	Call with T. Scannell re: confidentiality issues.	0.20	725.00	\$145.00
02/16/2021	SWG	CA	Draft and send email to PSZJ and B. Riley teams regarding confidentiality issues after call with Debtors' counsel.	0.20	725.00	\$145.00
02/17/2021	RJF	CA	Telephone conference with Steven W. Golden regarding investigation, pending matters.	0.30	1395.00	\$418.50
02/17/2021	SWG	CA	Lengthy call with W. Weitz re: case administration	0.80	725.00	\$580.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			matters, including debrief on call with Debtors' advisors.			
02/18/2021	SWG	CA	Call with M. Warner re: various case matters, including pending motions and sale process	0.50	725.00	\$362.50
02/19/2021	SWG	CA	Catch up call with A. Hassell re: case status.	0.50	725.00	\$362.50
02/19/2021	KLL	CA	Review current filings and update critical dates memo to same	0.30	460.00	\$138.00
02/20/2021	RJF	CA	Review and comment on draft protective order, related emails.	0.30	1395.00	\$418.50
02/20/2021	SWG	CA	Update WIP list.	0.30	725.00	\$217.50
02/22/2021	RJF	CA	WIP call.	0.50	1395.00	\$697.50
02/22/2021	AAH	CA	Review pleadings filed in case including complaint filed by debtors against Kenneth Head and objection to bid procedures filed by Seacret	0.80	725.00	\$580.00
02/22/2021	SWG	CA	Call with A. Hassell re: case status.	0.30	725.00	\$217.50
02/22/2021	SWG	CA	Draft and send email to PSZJ team re: case status.	0.10	725.00	\$72.50
02/22/2021	SWG	CA	Receive and respond to email re: continuance of hearing.	0.10	725.00	\$72.50
02/22/2021	SWG	CA	Call with M. Warner re: outstanding issues.	0.10	725.00	\$72.50
02/24/2021	AAH	CA	Multiple corresp. re hearing on cash collateral and bid procedures and hearing on emergency motion for discovery	0.40	725.00	\$290.00
02/25/2021	AAH	CA	Review multiple corresp., pleadings, and orders filed in the case, including related to employment of debtor professionals and claims agent	0.60	725.00	\$435.00
02/25/2021	KLL	CA	Review notice of adjourned hearing and update critical dates memo to same	0.20	460.00	\$92.00
02/26/2021	KLL	CA	Review of new filings and update critical dates memo to same	0.30	460.00	\$138.00
02/27/2021	SWG	CA	Call with M. Warner re: numerous case admin matters.	0.50	725.00	\$362.50
02/27/2021	SWG	CA	Draft memo to file regarding call with sales representatives.	0.20	725.00	\$145.00
				57.10		\$45,529.00

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Claims Admin/Objections[B310]						
02/09/2021	MDW	CO	Call with chairman of Committee re GUC filings based upon Debtors' schedules.	0.40	1225.00	\$490.00
02/14/2021	SWG	CO	Call with B. Sandler re: claims issues.	0.30	725.00	\$217.50
02/15/2021	MDW	CO	Call with Committee Chair re claims issues.	0.80	1225.00	\$980.00
02/16/2021	MDW	CO	Review and respond to email to Debtors' counsel re class action litigation.	0.30	1225.00	\$367.50
02/18/2021	SWG	CO	Draft and send email to professionals re: class proof of claim concept.	0.20	725.00	\$145.00
02/23/2021	SWG	CO	Call with Debtors' counsel re: claims issues.	0.30	725.00	\$217.50
02/23/2021	MDW	CO	Call with Attorney for debtor re need to have call with member of committee re Class Claim issues.	0.30	1225.00	\$367.50
02/25/2021	MDW	CO	Call with Committee Chair re class issues.	0.50	1225.00	\$612.50
				3.10		\$3,397.50
Compensation Prof. [B160]						
02/09/2021	SWG	CP	Edit interim compensation order.	0.40	725.00	\$290.00
02/17/2021	SWG	CP	Receive and respond to email from Debtors' counsel regarding interim comp procedures order.	0.20	725.00	\$145.00
				0.60		\$435.00
Employee Benefit/Pension-B220						
02/03/2021	SWG	EB	Review and summarize wage and benefits motion.	0.20	725.00	\$145.00
02/08/2021	RJF	EB	Zoom meeting with former employees.	1.30	1395.00	\$1,813.50
02/11/2021	SWG	EB	Continue Summary of wage and benefits motion	0.90	725.00	\$652.50
				2.40		\$2,611.00
Executory Contracts [B185]						
02/11/2021	SWG	EC	Review proposed final lease rejection order.	0.20	725.00	\$145.00
				0.20		\$145.00
Financing [B230]						
02/03/2021	SWG	FN	Begin review of schedules and statements.	2.20	725.00	\$1,595.00

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02/04/2021	AAH	FN	Multiple corresp. and calls regarding strategy and coordinating call with Montgomery Capital attorneys regarding upcoming final hearing on use of cash collateral	0.70	725.00	\$507.50
02/04/2021	AAH	FN	Review & analyze portions of schedules and statement of financial affairs and summary prepared by B. Riley	1.40	725.00	\$1,015.00
02/04/2021	SWG	FN	Call with A. Hassell re: cash collateral and related issues.	0.30	725.00	\$217.50
02/05/2021	AAH	FN	Provide comments to second interim cash collateral order for use in proposed third interim order	1.70	725.00	\$1,232.50
02/05/2021	AAH	FN	Prepare for and attend call with Mr. Rudd, counsel for Montgomery Capital, re various terms relating to further use of cash collateral and potential third interim order	1.10	725.00	\$797.50
02/05/2021	SWG	FN	Call with W. Weitz re: cash collateral issues.	0.40	725.00	\$290.00
02/05/2021	SWG	FN	Call with secured lenders' counsel.	0.40	725.00	\$290.00
02/05/2021	SWG	FN	Follow-up call with A. Hassell re: secured lenders call.	0.20	725.00	\$145.00
02/05/2021	MDW	FN	Multiple internal discussions and doc review re assets and cash flow issues.	2.20	1225.00	\$2,695.00
02/06/2021	MDW	FN	Call with Debtors' counsel re administrative motions, sale issues and cash flow issues, and post-internal call re next steps.	1.90	1225.00	\$2,327.50
02/07/2021	AAH	FN	Draft proposed Third Interim Cash Collateral Order and create red-line against Second Interim Order; research cash collateral orders in Judge Rhoades' court, local rules and appendices re cash collateral, to determine local practice & parameters of adequate protection, waivers, and releases.	4.20	725.00	\$3,045.00
02/07/2021	SWG	FN	Edit Final Cash Management Motion.	0.30	725.00	\$217.50
02/08/2021	AAH	FN	Multiple corresp. re revisions and comments from PSZJ team regarding proposed Third Interim Cash Collateral draft; prepare second draft of proposed order incorporating multiple comments; prepare red-lined version against second interim order and send to committee professionals for review; and prepare third draft incorporating further comments	5.80	725.00	\$4,205.00
02/08/2021	AAH	FN	Review and corresp. re revisions to cash	0.30	725.00	\$217.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			management order			
02/08/2021	AAH	FN	Multiple corresp. re bid & sale information and re diligence list from debtors' FA's.	0.50	725.00	\$362.50
02/08/2021	SWG	FN	Edit proposed third interim cash collateral order.	0.30	725.00	\$217.50
02/08/2021	SWG	FN	Call with A. Hassell re: cash collateral order.	0.20	725.00	\$145.00
02/08/2021	SWG	FN	Exchange emails with Debtors' counsel and Lenders' counsel regarding cash collateral.	0.30	725.00	\$217.50
02/08/2021	SWG	FN	Review edits to proposed further interim cash collateral order.	0.20	725.00	\$145.00
02/08/2021	SWG	FN	Draft and send email to Debtors' counsel re: cash management.	0.20	725.00	\$145.00
02/08/2021	MDW	FN	Review and provide comments to draft 2nd Interim CC.	1.20	1225.00	\$1,470.00
02/09/2021	AAH	FN	Call debtors' counsel regarding cash collateral hearing and proposed third interim cash collateral order	0.30	725.00	\$217.50
02/09/2021	AAH	FN	Multiple revisions to proposed third interim cash collateral order; attention to obtaining new budget for proposed order; prepare new red-lined version; and send to debtors' counsel for review	3.70	725.00	\$2,682.50
02/09/2021	AAH	FN	Multiple corresp. re proposed third interim cash collateral order	0.50	725.00	\$362.50
02/09/2021	AAH	FN	Multiple corresp. re secured loan documents and lien review	0.40	725.00	\$290.00
02/09/2021	AAH	FN	Multiple corresp. with debtors' and committee professionals re bid & sale documents and diligence requests	0.30	725.00	\$217.50
02/09/2021	MDW	FN	Call from Debtors' counsel re interim vs final cash collateral hearing; and internal discussion re same.	0.90	1225.00	\$1,102.50
02/10/2021	AAH	FN	Multiple corresp. re secured lender lien review and review diligence information regarding Montgomery Capital	1.80	725.00	\$1,305.00
02/10/2021	AAH	FN	Multiple corresp. re proposed third interim cash collateral order	0.50	725.00	\$362.50
02/10/2021	AAH	FN	Begin drafting objections to motion for use of cash collateral	2.30	725.00	\$1,667.50
02/10/2021	SWG	FN	Send email to Debtors re: cash management order.	0.10	725.00	\$72.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
02/10/2021	SWG	FN	Call with B. Riley team re: alleged secured lender.	0.40	725.00	\$290.00
02/10/2021	MDW	FN	Internal discussion re cash collateral and lien/claims review of secured lender.	0.80	1225.00	\$980.00
02/11/2021	AAH	FN	Review of secured lender's loan documents in preparation for hearing on cash collateral	2.80	725.00	\$2,030.00
02/11/2021	AAH	FN	Prepare for and attend call with lender's counsel regarding proposed third interim cash collateral order	0.50	725.00	\$362.50
02/11/2021	AAH	FN	Continue drafting objections to motion for use of cash collateral and granting adequate protection	5.30	725.00	\$3,842.50
02/11/2021	SWG	FN	Call with Debtors' counsel re: cash collateral usage.	0.30	725.00	\$217.50
02/11/2021	SWG	FN	Calls with M. Warner and A. Hassell re: cash collateral.	0.40	725.00	\$290.00
02/11/2021	SWG	FN	Draft and send email to J. Rudd re: interim CC order.	0.10	725.00	\$72.50
02/11/2021	SWG	FN	Call with Debtor's counsel and lenders' counsel re: cash collateral.	0.40	725.00	\$290.00
02/12/2021	AAH	FN	Continue drafting objections to motion for use of cash collateral	2.70	725.00	\$1,957.50
02/12/2021	AAH	FN	Multiple corresp. with team re secured lender lien review	0.40	725.00	\$290.00
02/12/2021	AAH	FN	Multiple corresp. with lender's counsel, committee professionals, and debtor's counsel in negotiating third interim cash collateral order	3.20	725.00	\$2,320.00
02/12/2021	AAH	FN	Corresp. with B. Riley re revised budget for cash collateral order	0.40	725.00	\$290.00
02/12/2021	AAH	FN	Call with Debtor's counsel re revised third Interim cash collateral order and revised budget	0.30	725.00	\$217.50
02/12/2021	AAH	FN	Call with B. Riley regarding updates to cash flows and budget	0.50	725.00	\$362.50
02/12/2021	AAH	FN	Review research and diligence materials from B. Riley regarding secured lender	0.70	725.00	\$507.50
02/12/2021	AAH	FN	Calls with lender's counsel re negotiation of third interim cash collateral order	0.60	725.00	\$435.00
02/12/2021	AAH	FN	Revise proposed third interim cash collateral order incorporating comments and negotiated changes	1.80	725.00	\$1,305.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			from lender's counsel; prepare red-lined version; and send to lender's and debtor's counsel			
02/12/2021	SWG	FN	Call with M. Warner re: cash collateral order.	0.30	725.00	\$217.50
02/12/2021	SWG	FN	Call with Debtors and lenders regarding interim cash collateral order.	0.30	725.00	\$217.50
02/12/2021	SWG	FN	Call with B. Riley team re: budget issues and discussions with Debtors.	1.10	725.00	\$797.50
02/12/2021	MDW	FN	Internal discussion re lien issues, and cash collateral issues.	1.10	1225.00	\$1,347.50
02/14/2021	MBL	FN	Review background pleadings and loan documents.	1.80	1125.00	\$2,025.00
02/14/2021	AAH	FN	Review debtor's revisions to third interim cash collateral order and revised budget; provide additional comments and circulate to committee professionals for review and comments	1.80	725.00	\$1,305.00
02/14/2021	AAH	FN	Gather debtor background information, loan documentation, and asset and liability information to provide to M. Litvak for lien review assistance	1.30	725.00	\$942.50
02/14/2021	SWG	FN	Comprehensive call with PSZJ team regarding pending matters, including notice and cash collateral issues.	0.70	725.00	\$507.50
02/14/2021	SWG	FN	Draft comprehensive email to M. Warner and A. Hassell re: schedules and SoFAs issues.	0.20	725.00	\$145.00
02/14/2021	MDW	FN	Internal Discussion re CC use agreement status of discussions with lender.	0.60	1225.00	\$735.00
02/15/2021	MBL	FN	Prep for call with team re lien review issues; continue document review.	0.40	1125.00	\$450.00
02/15/2021	MBL	FN	Call with A. Hassell re lien review.	0.50	1125.00	\$562.50
02/15/2021	AAH	FN	Multiple corresp with debtors' counsel and committee professionals regarding revisions to third interim cash collateral order and finalization and filing of same	1.80	725.00	\$1,305.00
02/15/2021	AAH	FN	Prepare for and attend call with M. Litvak re secured lender lien review and follow up with further diligence and document gathering	1.70	725.00	\$1,232.50
02/15/2021	SWG	FN	Review further edits to cash collateral order.	0.10	725.00	\$72.50
02/15/2021	SWG	FN	Draft and send email to Committee regarding interim cash collateral order.	0.20	725.00	\$145.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
02/17/2021	MBL	FN	Call with team re lien review issues.	1.00	1125.00	\$1,125.00
02/17/2021	MBL	FN	Prep for call with team.	0.10	1125.00	\$112.50
02/17/2021	MBL	FN	Analyze loan documents.	0.40	1125.00	\$450.00
02/17/2021	MBL	FN	Coordinate UCC searches with team.	0.20	1125.00	\$225.00
02/17/2021	RJF	FN	Review and comment on document requests to Montgomery and related emails.	0.30	1395.00	\$418.50
02/17/2021	SWG	FN	Call with PSZJ team regarding lien review issues.	0.50	725.00	\$362.50
02/18/2021	MBL	FN	Review UCC search results; emails with team re same.	0.30	1125.00	\$337.50
02/18/2021	MBL	FN	Review BK schedules for lien review.	0.40	1125.00	\$450.00
02/18/2021	MBL	FN	Draft summary email to team re lien review.	0.30	1125.00	\$337.50
02/18/2021	MBL	FN	Continue review of loan documents.	0.50	1125.00	\$562.50
02/19/2021	MBL	FN	Review sample representative agreement; coordinate with team re same.	0.30	1125.00	\$337.50
02/19/2021	MBL	FN	Update lien summary for team.	0.20	1125.00	\$225.00
02/19/2021	SWG	FN	Draft and send email to Debtors' counsel re: lien documents (.1); update discovery tracker re: same (.1)	0.20	725.00	\$145.00
02/21/2021	MBL	FN	Continue lien review, review loan documents, and update summary to team re same.	2.00	1125.00	\$2,250.00
02/23/2021	MBL	FN	Follow-up emails with team re lien review.	0.10	1125.00	\$112.50
				79.10		\$65,298.50

General Creditors Comm. [B150]

02/01/2021	MDW	GC	Outline next steps for Committee representation.	0.70	1225.00	\$857.50
02/02/2021	AAH	GC	Review multiple corresp from committee professionals re background information in Ch. 11 cases and agenda for strategy call	1.50	725.00	\$1,087.50
02/02/2021	MDW	GC	Call with Client re retention of FA, and related general issues.	0.60	1225.00	\$735.00
02/03/2021	AAH	GC	Attend strategy call with S. Golden to discuss background and list of tasks to be performed in Ch. 11 cases (.5); review and analyze multiple reports provided by financial advisors for case information	1.80	725.00	\$1,305.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			(1.3)			
02/03/2021	AAH	GC	Coordinate with K. Labrada re preparation of pro hac vice applications; review local rules for pro hac vice and make revisions to applications	1.20	725.00	\$870.00
02/03/2021	AAH	GC	Research and review materials related to debtors' history and additional background	2.80	725.00	\$2,030.00
02/03/2021	AAH	GC	Review list of work to be performed prepared by S. Golden and calendar several notices including 341 meeting notice, objection deadlines, and hearing dates	0.80	725.00	\$580.00
02/03/2021	SWG	GC	Call with UST re: Committee membership.	0.30	725.00	\$217.50
02/03/2021	SWG	GC	Draft Committee bylaws.	0.20	725.00	\$145.00
02/04/2021	AAH	GC	Review docket to obtain pleadings related to use of cash collateral; review and analyze Emergency Motion for Use of Cash Collateral, First Interim Order, Second Interim Order, Objections of Regulatory Claimants, and Objections of Lessor to determine Committee strategy regarding use of cash collateral and adequate protection to lender	5.20	725.00	\$3,770.00
02/04/2021	AAH	GC	Review and analyze pleadings relating to regulatory claimants claims against debtor entities	1.20	725.00	\$870.00
02/04/2021	SWG	GC	Draft committee information motion.	0.60	725.00	\$435.00
02/04/2021	SWG	GC	Call with B. Wallen re: 1102 motion.	0.30	725.00	\$217.50
02/04/2021	SWG	GC	Call with W. Weitz re: Committee composition issues.	0.20	725.00	\$145.00
02/05/2021	RJF	GC	Kickoff call with debtor and committee professionals.	0.50	1395.00	\$697.50
02/05/2021	AAH	GC	Prepare for and attend call with all debtors' and committee' professionals regarding background of case and imminent issues on the case	0.50	725.00	\$362.50
02/05/2021	AAH	GC	Review and analyze customer programs motion & order and motion to pay insurance premiums and order and provide comments to orders.	1.80	725.00	\$1,305.00
02/05/2021	AAH	GC	Multiple corresp. with PSZJ team in coordinating various tasks and strategy related to various first day motions.	1.30	725.00	\$942.50
02/05/2021	SWG	GC	Receive and respond to inquiry from creditor.	0.10	725.00	\$72.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
02/05/2021	SWG	GC	Call with counsel to group of unsecured creditors.	0.40	725.00	\$290.00
02/05/2021	SWG	GC	Review transcript of first day hearing.	0.50	725.00	\$362.50
02/05/2021	SWG	GC	Finalize committee information motion.	0.20	725.00	\$145.00
02/05/2021	SWG	GC	Call between Debtor and Committee professionals.	0.80	725.00	\$580.00
02/06/2021	AAH	GC	Continue review of debtors' financial information and case information in preparation for follow-up calls with Debtors' professionals and Committee professionals	2.10	725.00	\$1,522.50
02/06/2021	AAH	GC	Attend call with committee professionals including B. Riley re case strategy	1.00	725.00	\$725.00
02/06/2021	AAH	GC	Attend call with debtors' and committee's professionals regarding debtors' background and financial information and case status	0.70	725.00	\$507.50
02/06/2021	AAH	GC	Attend call with committee's professionals to establish tasks and strategy in the case	1.00	725.00	\$725.00
02/06/2021	AAH	GC	Multiple corresp. re committee strategy related to negotiation of cash collateral order and committee meeting agenda	0.40	725.00	\$290.00
02/06/2021	SWG	GC	Receive and respond to email from general unsecured creditor.	0.10	725.00	\$72.50
02/06/2021	SWG	GC	Receive and respond to email inquiry from creditor.	0.10	725.00	\$72.50
02/06/2021	SWG	GC	Participate in call with Committee professionals re: pending motions and strategy.	1.00	725.00	\$725.00
02/06/2021	SWG	GC	Edit email to send to Committee re: case status.	0.20	725.00	\$145.00
02/06/2021	SWG	GC	Draft agenda for Committee meeting.	0.20	725.00	\$145.00
02/06/2021	SWG	GC	Participate in call with Debtors professionals re pending matters.	0.90	725.00	\$652.50
02/06/2021	SWG	GC	Follow-up call with Committee professional team after call with Debtors.	1.00	725.00	\$725.00
02/06/2021	SWG	GC	Draft and send email to Debtors' counsel regarding matters discussed on call.	0.30	725.00	\$217.50
02/07/2021	AAH	GC	Multiple corresp. with committee professionals re multiple tasks to be performed in case and re request for information from debtors	0.80	725.00	\$580.00
02/07/2021	SWG	GC	Draft and send emails to Committee.	0.20	725.00	\$145.00

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02/07/2021	SWG	GC	Call with member of Committee re: Tuesday call.	0.10	725.00	\$72.50
02/08/2021	AAH	GC	Multiple corresp. re debtors' schedules and summary prepared by B. Riley and meeting with creditors in the case	0.90	725.00	\$652.50
02/08/2021	AAH	GC	Attend call with committee professionals and creditors in the case re creditor concerns	1.40	725.00	\$1,015.00
02/08/2021	AAH	GC	Attend call with committee professionals to follow-up and determine strategy re creditors' concerns	1.00	725.00	\$725.00
02/08/2021	AAH	GC	Multiple corresp. with committee professionals re committee information motion, LARX retention, and cash management order revisions	1.00	725.00	\$725.00
02/08/2021	SWG	GC	Participate in call with unsecured creditors regarding concerns and questions.	1.40	725.00	\$1,015.00
02/08/2021	SWG	GC	Call with U.S. Trustee re: Committee Information Motion.	0.20	725.00	\$145.00
02/08/2021	SWG	GC	Finalize Committee Information Motion.	0.10	725.00	\$72.50
02/08/2021	MDW	GC	Partial participation in call with creditors re general overview of busines.	0.80	1225.00	\$980.00
02/08/2021	KLL	GC	Review and revise Committee confidential motion	0.40	460.00	\$184.00
02/09/2021	RJF	GC	Telephonic committee meeting.	1.00	1395.00	\$1,395.00
02/09/2021	AAH	GC	Review creditors' information motion and multiple corresp. with committee professionals re same	1.40	725.00	\$1,015.00
02/09/2021	AAH	GC	Attend first creditors' committee call	1.00	725.00	\$725.00
02/09/2021	SWG	GC	Call with M. Warner to plan UCC call.	0.30	725.00	\$217.50
02/09/2021	SWG	GC	Participate in Committee call.	1.00	725.00	\$725.00
02/09/2021	SWG	GC	Draft and send email to Debtors counsel re: committee information motion.	0.10	725.00	\$72.50
02/09/2021	SWG	GC	Finalize committee information motion for filing.	0.30	725.00	\$217.50
02/09/2021	MDW	GC	Prep for and attend committee weekly meeting.	1.20	1225.00	\$1,470.00
02/09/2021	KLL	GC	Review, revise and file Committee 1102 motion	1.10	460.00	\$506.00
02/10/2021	AAH	GC	Multiple corresp. among committee and debtor professionals re bid & sale diligence request, cash management order, and interim compensation order	0.50	725.00	\$362.50

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02/10/2021	AAH	GC	Multiple corresp. with debtor and committee counsel re preliminary diligence list requested by committee and production of documents by debtors' financial advisors	0.40	725.00	\$290.00
02/10/2021	SWG	GC	Call with general unsecured creditor re: questions about process.	0.10	725.00	\$72.50
02/10/2021	SWG	GC	Return call from general unsecured creditor.	0.10	725.00	\$72.50
02/11/2021	AAH	GC	Multiple corresp. with lender's counsel, debtors' counsel, and committee counsel re 2-16 hearing on motion for use of cash collateral	1.40	725.00	\$1,015.00
02/11/2021	SWG	GC	Draft and send email to Debtors' counsel re: confidentiality provisions of Bylaws.	0.10	725.00	\$72.50
02/15/2021	SWG	GC	Call with counsel to Committee member regarding ongoing issues and litigation matters.	1.00	725.00	\$725.00
02/16/2021	RJF	GC	Telephonic committee meeting.	1.00	1395.00	\$1,395.00
02/16/2021	AAH	GC	Prepare for and attend committee professionals call to discuss strategy, work in progress, and updates	1.00	725.00	\$725.00
02/16/2021	AAH	GC	Prepare cash collateral presentation and attend official committee meeting to discuss strategy, work in progress, and updates	1.70	725.00	\$1,232.50
02/16/2021	AAH	GC	Multiple corresp. re cash collateral hearing and closure of court house due to weather conditions	0.40	725.00	\$290.00
02/16/2021	SWG	GC	Prepare for and participate in weekly Committee call.	1.10	725.00	\$797.50
02/16/2021	MDW	GC	Weekly Committee conf. call.	1.00	1225.00	\$1,225.00
02/17/2021	AAH	GC	Multiple corresp. re additional documents needed for lien review	0.40	725.00	\$290.00
02/18/2021	AAH	GC	Multiple corresp. re additional documents and diligence needed for lien review including information re additional lien claimants	0.60	725.00	\$435.00
02/18/2021	SWG	GC	Call with Committee member regarding case status (.3); follow up with M. Warner re: same (.1)	0.40	725.00	\$290.00
02/18/2021	SWG	GC	Call with Committee member.	0.40	725.00	\$290.00
02/19/2021	AAH	GC	Review UCC lien search results for all debtor entities and attention to obtaining additional information and documents for lien review, including multiple corresp. with committee	1.90	725.00	\$1,377.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			professionals			
02/19/2021	AAH	GC	Multiple corresp. re discovery served upon Montgomery Capital, et. al, and additional diligence material requested from debtors' professionals	0.50	725.00	\$362.50
02/19/2021	SWG	GC	Call with counsel to large general unsecured creditor re: case status.	0.50	725.00	\$362.50
02/20/2021	AAH	GC	Review draft of stipulated protected order and multiple corresp. re same	0.40	725.00	\$290.00
02/22/2021	AAH	GC	Call with S. Golden re work in progress and upcoming dates and deadlines in case	0.30	725.00	\$217.50
02/22/2021	AAH	GC	Corresp. re meeting agenda and updates in case	0.10	725.00	\$72.50
02/22/2021	AAH	GC	Prepare for and attend call with committee professionals re case status and strategy related to diligence requests, bid procedures, committee issues, and discovery	0.50	725.00	\$362.50
02/22/2021	AAH	GC	Multiple corresp. re cash collateral and bid procedures hearing, and extension of objection deadlines.	0.20	725.00	\$145.00
02/22/2021	AAH	GC	Prepare for and attend follow-up call with committee professionals re strategy and matters set for hearing on 3-2-21 in case	0.50	725.00	\$362.50
02/22/2021	SWG	GC	Call with Committee professional team re: case status and issues.	0.60	725.00	\$435.00
02/22/2021	SWG	GC	Call with Debtors' counsel re: pending matters.	0.30	725.00	\$217.50
02/23/2021	SWG	GC	Call with M. Warner re: committee call (.1); email committee re: same (.1)	0.20	725.00	\$145.00
02/24/2021	AAH	GC	Multiple corresp. regarding M. Yiru settlement proposal and related committee strategy	0.10	725.00	\$72.50
02/24/2021	MDW	GC	E-mail to attorney J. Carr re his client's possible interest in serving on the Committee.	0.30	1225.00	\$367.50
02/25/2021	AAH	GC	Review multiple corresp. re committee membership and related updates	0.40	725.00	\$290.00
02/25/2021	SWG	GC	Call with UST re: committee membership (.2); email follow up re: same (.1)	0.30	725.00	\$217.50
02/26/2021	SWG	GC	Call with Committee member re: case status.	0.30	725.00	\$217.50
02/26/2021	SWG	GC	Call with several unsecured creditors re: case.	0.70	725.00	\$507.50

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02/26/2021	MDW	GC	Participate in call with several creditor - sales representatives re committee participation with attorney SG.	0.50	1225.00	\$612.50
02/27/2021	SWG	GC	Call with Committee member.	0.60	725.00	\$435.00
				69.00		\$53,852.50

Hearing

02/24/2021	MDW	HE	Attend 1st part of hearing on TRO vs Head.	1.50	1225.00	\$1,837.50
02/24/2021	MDW	HE	Call with Debtors' professionals re Court's comments re interim agreement pending prelim. hearing.	0.40	1225.00	\$490.00
02/24/2021	MDW	HE	Cont. hearing on TRO re Head and discovery issues.	2.00	1225.00	\$2,450.00
				3.90		\$4,777.50

Meeting of Creditors [B150]

02/05/2021	AAH	MC	Prepare for and attend 341 meeting and follow up with corresp re same.	0.80	725.00	\$580.00
02/05/2021	SWG	MC	Telephonically attend 341 meeting.	0.50	725.00	\$362.50
				1.30		\$942.50

PSZ&J Retention

02/08/2021	SWG	PR	Call with D. Mendoza re: conflicts list.	0.10	725.00	\$72.50
02/09/2021	KLL	PR	Prepare Pachulski retention application	1.30	460.00	\$598.00
02/11/2021	KLL	PR	Continue preparation of Pachulski Retention application and exhibits to same	2.30	460.00	\$1,058.00
02/12/2021	SWG	PR	Edit PSZJ retention application.	1.50	725.00	\$1,087.50
02/12/2021	KLL	PR	Revise retention application	0.40	460.00	\$184.00
02/13/2021	SWG	PR	Edit PSZJ retention application.	0.40	725.00	\$290.00
02/16/2021	SWG	PR	Continue editing PSZJ retention application.	0.50	725.00	\$362.50
02/17/2021	SWG	PR	Update retention applications for filing.	0.20	725.00	\$145.00
02/18/2021	SWG	PR	Draft and send email to UST re: retention applications.	0.10	725.00	\$72.50
02/18/2021	SWG	PR	Draft and send email to Committee regarding	0.10	725.00	\$72.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			retention apps.			
02/19/2021	MDW	PR	Review/Revise Warner Declaration and retention application.	0.60	1225.00	\$735.00
02/19/2021	KLL	PR	Finalize and file Pachulski Stang retention application	0.80	460.00	\$368.00
				8.30		\$5,045.50

Retention of Prof. [B160]

02/03/2021	SWG	RP	Review Foley retention application.	0.20	725.00	\$145.00
02/04/2021	KLL	RP	Review and circulate form of FA retention application	0.60	460.00	\$276.00
02/08/2021	SWG	RP	Review Larx retention application and draft email to Debtors re: issues in same.	0.30	725.00	\$217.50
02/09/2021	SWG	RP	Send indemnification language to M. Warner.	0.10	725.00	\$72.50
02/11/2021	RJF	RP	Emails regarding Larx retention.	0.30	1395.00	\$418.50
02/11/2021	SWG	RP	Begin drafting objection to Larx retention app.	0.40	725.00	\$290.00
02/12/2021	KLL	RP	Prepare BRiley retention application	2.30	460.00	\$1,058.00
02/13/2021	SWG	RP	Edit B. Riley retention application.	0.60	725.00	\$435.00
02/15/2021	SWG	RP	Edit B. Riley retention application.	0.10	725.00	\$72.50
02/19/2021	KLL	RP	Finalize and file BRiley retention application	0.60	460.00	\$276.00
02/26/2021	SWG	RP	Call with Debtors' counsel re: retention and conflicts issues.	0.30	725.00	\$217.50
				5.80		\$3,478.50

Schedules/Sofa

02/03/2021	KLL	SFA	Download all Debtors Schedules and SOFAs and circulate same to S. Golden.	1.20	460.00	\$552.00
				1.20		\$552.00

TOTAL SERVICES FOR THIS MATTER:

\$269,599.50

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Expenses

01/15/2021	TR	Transcript [E116] Cindy Sumner, CSR, Inv. 2/9/21, K. LaBrada	278.30
02/03/2021	RE2	SCAN/COPY (1563 @0.10 PER PG)	156.30
02/03/2021	RE2	SCAN/COPY (49 @0.10 PER PG)	4.90
02/03/2021	RE2	SCAN/COPY (39 @0.10 PER PG)	3.90
02/03/2021	RE2	SCAN/COPY (33 @0.10 PER PG)	3.30
02/03/2021	RE2	SCAN/COPY (64 @0.10 PER PG)	6.40
02/03/2021	RE2	SCAN/COPY (33 @0.10 PER PG)	3.30
02/03/2021	RE2	SCAN/COPY (43 @0.10 PER PG)	4.30
02/03/2021	RE2	SCAN/COPY (39 @0.10 PER PG)	3.90
02/03/2021	RE2	SCAN/COPY (4 @0.10 PER PG)	0.40
02/03/2021	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
02/03/2021	RE2	SCAN/COPY (33 @0.10 PER PG)	3.30
02/03/2021	RE2	SCAN/COPY (48 @0.10 PER PG)	4.80
02/03/2021	RE2	SCAN/COPY (4 @0.10 PER PG)	0.40
02/03/2021	RE2	SCAN/COPY (24 @0.10 PER PG)	2.40
02/03/2021	RE2	SCAN/COPY (251 @0.10 PER PG)	25.10
02/03/2021	RE2	SCAN/COPY (47 @0.10 PER PG)	4.70
02/03/2021	RE2	SCAN/COPY (33 @0.10 PER PG)	3.30
02/03/2021	RE2	SCAN/COPY (4 @0.10 PER PG)	0.40
02/04/2021	RE2	SCAN/COPY (44 @0.10 PER PG)	4.40
02/05/2021	RE2	SCAN/COPY (11 @0.10 PER PG)	1.10
02/15/2021	LN	80687.00001 Lexis Charges for 02-15-21	21.32
02/15/2021	LN	80687.00001 Lexis Charges for 02-15-21	10.23
02/22/2021	RE2	SCAN/COPY (42 @0.10 PER PG)	4.20
02/23/2021	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
02/23/2021	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
02/23/2021	RE2	SCAN/COPY (3 @0.10 PER PG)	0.30
02/23/2021	RE2	SCAN/COPY (3 @0.10 PER PG)	0.30
02/23/2021	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
02/23/2021	RE2	SCAN/COPY (18 @0.10 PER PG)	1.80
02/23/2021	RE2	SCAN/COPY (128 @0.10 PER PG)	12.80

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02/23/2021	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
02/24/2021	LN	80687.00001 Lexis Charges for 02-24-21	53.32
02/24/2021	RE2	SCAN/COPY (16 @0.10 PER PG)	1.60
02/24/2021	RE2	SCAN/COPY (24 @0.10 PER PG)	2.40
02/24/2021	TR	Transcript [E116] Cindy Summer, CSR, Inv. 030201, KLL	109.00
02/25/2021	BB	80687.00001 Bloomberg Charges through 02-25-21	421.70
02/25/2021	LN	80687.00001 Lexis Charges for 02-25-21	53.32
02/25/2021	LN	80687.00001 Lexis Charges for 02-25-21	20.47
02/28/2021	PAC	Pacer - Court Research	11.90

Total Expenses for this Matter

\$1,240.56

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REMITTANCE ADVICE

Please include this Remittance with your payment

For current services rendered through: 02/28/2021

Total Fees \$269,599.50

Total Expenses 1,240.56

Total Due on Current Invoice \$270,840.06

Outstanding Balance from prior invoices as of 02/28/2021 (May not include recent payments)

<u>A/R Bill Number</u>	<u>Invoice Date</u>	<u>Fees Billed</u>	<u>Expenses Billed</u>	<u>Balance Due</u>
-------------------------------	----------------------------	---------------------------	-------------------------------	---------------------------

Total Amount Due on Current and Prior Invoices:	\$270,840.06
--	---------------------

Michael D. Warner (TX Bar No. 00792304)
Robert J. Feinstein (admitted *pro hac vice*)
Ayala Hassell (TX Bar No. 01009800)
Steven W. Golden (TX Bar No. 24099681)
PACHULSKI STANG ZIEHL & JONES LLP
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*Counsel for the Official Committee
of Unsecured Creditors*

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

In re:	§ Chapter 11
	§
SPHERATURE INVESTMENTS LLC,	§ Case No.: 20-42492
<i>et al.</i>,¹	§
	§
Debtors.	§ Jointly Administered

**MONTHLY FEE STATEMENT OF PACHULSKI STANG ZIEHL & JONES LLP FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS COUNSEL TO THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS FOR THE PERIOD FROM
MARCH 1, 2021 THROUGH MARCH 31, 2021**

Pursuant to the *Amended Order Granting Motion for Administrative Order Under Bankruptcy Code Sections 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 153] entered by the Court on March 1, 2021 (the “Compensation Order”), Pachulski Stang Ziehl & Jones LLP (“PSZJ”), attorneys for the Official Committee of Unsecured Creditors (the “Committee”), submits this

1 The “Debtors” in the above-captioned jointly administered chapter 11 bankruptcy cases (“Cases”) are: Spherature Investments LLC (“Spherature”) EIN#5471; Rovia, LLC (“Rovia”) EIN#7705; WorldVentures Marketing Holdings, LLC (“WV Marketing Holdings”) EIN#3846; WorldVentures Marketplace, LLC (“WV Marketplace”) EIN#6264; WorldVentures Marketing, LLC (“WV Marketing”) EIN#3255; WorldVentures Services, LLC (“WV Services”) EIN#2220.

monthly statement of services rendered and expenses incurred in this case for the period from March 1, 2021 through March 31, 2021 (the “Statement Period”).

I. Itemization of Services Rendered by PSZJ:

A. The following is a list of individuals and their respective titles that provided services during the Statement Period. It includes information regarding their respective billing rates and the total number of hours spent by each individual providing services during the Statement Period for which PSZJ seeks compensation.

SUMMARY

Name	Position	State of Bar Admission / Year	Hours	Hourly Rate	Total Compensation
Robert J. Feinstein	Partner	New York/1982	21.4	\$1,395.00	\$29,853.00
Michael D. Warner	Partner	Texas/1995 California/1984	62.9	\$1,225.00	\$77,052.50
Kenneth H. Brown	Partner	California/1981	8.6	\$1,225.00	\$10,535.00
Beth E. Levine	Counsel	New York/1993 New Jersey/1993	60.8	\$950.00	\$57,760.00
Nina L. Hong	Partner	California/1996	38.9	\$875.00	\$34,037.50
Ayala A. Hassell	Counsel	Texas/1986	119.7	\$725.00	\$86,782.50
Steven W. Golden	Associate	New York/2015 Texas/2016	47.6	\$725.00	\$34,510.00
Leslie A. Forrester	Clerk	n/a	7.6	\$475.00	\$3,610.00
Kerri L. LaBrada	Paralegal	n/a	36.6	\$460.00	\$16,836.00
Total			404.1		\$350,976.50

B. The time records of PSZJ consisting of a daily breakdown of the time spent by each person on each day, and detail as to the disbursements incurred are attached as **Exhibit A** to this statement.

II. Itemization of Services Rendered and Disbursements Incurred By Category

The following itemization presents the services rendered by PSZJ by Task Categories, and provides a summary of disbursements incurred by category of disbursement.

1. Services Rendered

The following services were rendered in the following Task Categories:

Task Category	Hours	Fees Earned
Asset Analysis/Recovery	12.8	\$11,016.00
Asset Disposition	39.8	\$46,411.00
Bankruptcy Litigation	219.4	\$193,077.00
Case Administration	24.7	\$18,114.50
Claims Admin/Objections	2.7	\$3,107.50
Fee/Employment Application	8.9	\$5,254.00
Financing	64.5	\$47,012.50
General Creditors Comm.	27.7	\$24,254.00
Hearing	1.3	\$1,592.50
PSZ&J Retention	1.7	\$861.50
Schedules/Sofa	.6	\$276.00
TOTAL	404.1	\$350,976.50

A detailed itemization of the services rendered in each of the above Task Categories is set forth in **Exhibit A**.

2. Disbursements Incurred

The disbursements incurred by PSZJ for this Statement are as follows:

Expense Category	Total Expenses
Conference Call	\$214.46
Federal Express	\$53.78
Legal Research (Bloomberg/Lexis/Nexis)	\$944.28
Pacer	\$21.20
Copying/Scanning	\$134.40
Transcript	\$8,056.49
Total	\$9,424.61

3. Accordingly, the amount of compensation and expenses payable for this Statement Period is **\$290,205.81** which is calculated as follows:

Total Fees for Services Rendered During Statement Period	\$350,976.50
Twenty Percent (20%) Holdback	- \$70,195.30
Fees Minus Holdback	\$280,781.20
Costs (100%)	+ \$9,424.61
TOTAL	\$290,205.81

WHEREFORE, pursuant to the Interim Compensation Order, PSZJ requests payment of compensation in the amount of (i) \$280,781.20 (80% of \$350,976.50) on account of actual, reasonable and necessary professional services rendered to the Committee by PSZJ and (ii) reimbursement of actual and necessary costs and expenses in the amount of \$9,424.61 incurred on behalf of the Committee by PSZJ.

Respectfully submitted,

Dated: April 20, 2021

By: /s/ Michael D. Warner

Michael D. Warner (TX Bar No. 00792304)

Robert Feinstein (Admitted *pro hac vice*)

Ayala Hassell (TX Bar No. 01009800)

Steven Golden (TX Bar No. 24099681)

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*Counsel for The Official Committee of
Unsecured Creditors*

EXHIBIT A

Pachulski Stang Ziehl & Jones LLP

10100 Santa Monica Blvd.
13th Floor
Los Angeles, CA 90067

March 31, 2021

The Official Committee of Unsecured Creditors

Invoice 127542

Client 80687

Matter 00001

MDW

RE: Spherature Investments LLC

STATEMENT OF PROFESSIONAL SERVICES RENDERED THROUGH 03/31/2021

FEES	\$350,976.50
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EXPENSES	\$9,424.61
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TOTAL CURRENT CHARGES	\$360,401.11
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BALANCE FORWARD	\$53,919.90
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LAST PAYMENT	\$216,920.16
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TOTAL BALANCE DUE	\$414,321.01
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Summary of Services by Professional

<u>ID</u>	<u>Name</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
AAH	Hassell, Ayala A.	Counsel	725.00	119.70	\$86,782.50
BEL	Levine, Beth E.	Counsel	950.00	60.80	\$57,760.00
KHB	Brown, Kenneth H.	Partner	1225.00	8.60	\$10,535.00
KLL	LaBrada, Kerri L.	Paralegal	460.00	36.60	\$16,836.00
LAF	Forrester, Leslie A.	Other	475.00	7.60	\$3,610.00
MDW	Warner, Michael D.	Partner	1225.00	62.90	\$77,052.50
NLH	Hong, Nina L.	Partner	875.00	38.90	\$34,037.50
RJF	Feinstein, Robert J.	Partner	1395.00	21.40	\$29,853.00
SWG	Golden, Steven W.	Associate	725.00	47.60	\$34,510.00
				404.10	\$350,976.50

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Summary of Services by Task Code

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
AA	Asset Analysis/Recovery[B120]	12.80	\$11,016.00
AD	Asset Disposition [B130]	39.80	\$46,411.00
BL	Bankruptcy Litigation [L430]	219.40	\$193,077.00
CA	Case Administration [B110]	24.70	\$18,114.50
CO	Claims Admin/Objections[B310]	2.70	\$3,107.50
FE	Fee/Employment Application	8.90	\$5,254.00
FN	Financing [B230]	64.50	\$47,012.50
GC	General Creditors Comm. [B150]	27.70	\$24,254.00
HE	Hearing	1.30	\$1,592.50
PR	PSZ&J Retention	1.70	\$861.50
SFA	Schedules/Sofa	0.60	\$276.00
		404.10	<hr/> \$350,976.50

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Summary of Expenses

<u>Description</u>	<u>Amount</u>
Bloomberg	\$260.40
Conference Call [E105]	\$214.46
Federal Express [E108]	\$53.78
Lexis/Nexis- Legal Research [E	\$232.27
Pacer - Court Research	\$21.20
Reproduction Expense [E101]	\$30.80
Reproduction/ Scan Copy	\$103.60
Research [E106]	\$451.61
Transcript [E116]	\$8,056.49
	<hr/>
	\$9,424.61

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Asset Analysis/Recovery[B120]						
03/01/2021	AAH	AA	Multiple corresp. re additional member/rep sample agreements and access to data room for additional lien review documents	0.50	725.00	\$362.50
03/03/2021	RJF	AA	Internal call regarding investigation.	0.40	1395.00	\$558.00
03/05/2021	AAH	AA	Call with S. Golden re issues related to review of documents produced by Montgomery Capital, document platform tags and categories, and review relevant categories	0.40	725.00	\$290.00
03/07/2021	AAH	AA	Conduct legal research to support potential challenges to security interests claimed by Montgomery Capital (4.5); and prepare outline of potential claims (2.)	6.50	725.00	\$4,712.50
03/08/2021	AAH	AA	Multiple corresp re outline of claims against Montgomery capital and information received regarding same	0.40	725.00	\$290.00
03/08/2021	AAH	AA	Revise and finalize outline of potential claims related to secured debt challenges	1.80	725.00	\$1,305.00
03/11/2021	RJF	AA	Work on 2004 subpoenas.	0.40	1395.00	\$558.00
03/23/2021	KHB	AA	Emails with S. Golden re estate claims against secured lender (.3); confer with S. Golden re same (.2); review pleadings and correspondence re same (1.0); conference call with S. Golden; M. Warner; and A. Hassell re same (.9).	2.40	1225.00	\$2,940.00
				12.80		\$11,016.00

Asset Disposition [B130]

03/04/2021	RJF	AD	Call with Seacret's counsel, MW regarding purchase offer.	1.00	1395.00	\$1,395.00
03/04/2021	MDW	AD	Conf. call with Seacret professionals and principals re sale process.	1.40	1225.00	\$1,715.00
03/10/2021	MDW	AD	Review objection to sale procedures by Braun.	1.10	1225.00	\$1,347.50
03/10/2021	MDW	AD	Review objection to Bid Procedures from Yui (proposed class representative).	1.40	1225.00	\$1,715.00
03/10/2021	MDW	AD	Multiple E-Mails with attorney for Debtors re APA with Stalking Horse, and hearing timing.	0.50	1225.00	\$612.50
03/11/2021	RJF	AD	Emails M. Warner, Steven W. Golden regarding	0.30	1395.00	\$418.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			stalking horse, bid procedures.			
03/12/2021	MDW	AD	Multiple communications with counsel for Seacret re APA.	0.30	1225.00	\$367.50
03/12/2021	MDW	AD	Follow up detailed E-Mail with Debtors' counsel re sale and related issues.	1.30	1225.00	\$1,592.50
03/14/2021	MDW	AD	E-mail to attorney for Debtors re status of sale process.	0.20	1225.00	\$245.00
03/15/2021	MDW	AD	Call with Debtors' counsel and CRO, re sale process, issues re Class POC, and related matters.	1.90	1225.00	\$2,327.50
03/16/2021	MDW	AD	Status e-mail to Debtors' counsel re sale and related issues.	0.90	1225.00	\$1,102.50
03/17/2021	RJF	AD	Review M. Warner comments to APA.	0.20	1395.00	\$279.00
03/17/2021	AAH	AD	Review draft APA received from debtors counsel	0.50	725.00	\$362.50
03/17/2021	MDW	AD	Review APA rec'd 3/16/21 from Debtors and provide comments to same.	1.90	1225.00	\$2,327.50
03/17/2021	MDW	AD	Professionals call with Debtors re sale and related issues.	1.40	1225.00	\$1,715.00
03/19/2021	MDW	AD	Review APA rec'd from Seacret, and email to Debtors' counsel re same.	1.70	1225.00	\$2,082.50
03/21/2021	MDW	AD	Prep for and participate in conf. call with Debtors' counsel and stalking horse buyer's counsel re APA issues.	1.70	1225.00	\$2,082.50
03/22/2021	MDW	AD	Multiple calls with Debtors' counsel re sale strategy issues, including reviews and comments to draft APAs.	0.80	1225.00	\$980.00
03/22/2021	MDW	AD	Call from attorney for Seacret re APA and timing of sale hearing.	0.50	1225.00	\$612.50
03/22/2021	MDW	AD	Detailed email to attorney for Debtors re need to address APA with SHB and Seacret.	0.70	1225.00	\$857.50
03/23/2021	SWG	AD	Review and comment on stalking horse APA.	0.80	725.00	\$580.00
03/23/2021	MDW	AD	Internal professionals call re sale and related issues.	0.80	1225.00	\$980.00
03/24/2021	SWG	AD	Comprehensive review and comment on draft stalking horse APA.	1.10	725.00	\$797.50
03/24/2021	SWG	AD	Review Seacret APA and comment on same	0.90	725.00	\$652.50
03/24/2021	MDW	AD	Strategy call with Committee FA re Seacret	0.60	1225.00	\$735.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			negotiations.			
03/24/2021	MDW	AD	Multiple emails with Debtors counsel re negotiation issues.	0.40	1225.00	\$490.00
03/25/2021	SWG	AD	Call with Seacret's counsel regarding APA.	1.00	725.00	\$725.00
03/25/2021	SWG	AD	Draft and send email to Debtors' counsel re: Seacret NDA.	0.10	725.00	\$72.50
03/25/2021	SWG	AD	Participate in call with prospective stalking horse bidder re: APA	0.80	725.00	\$580.00
03/25/2021	MDW	AD	Prep for and participate in call re APA with Seacret's counsel.	1.20	1225.00	\$1,470.00
03/25/2021	MDW	AD	Call with Debtors counsel and counsel for Stalking Horse Buyer.	0.80	1225.00	\$980.00
03/29/2021	MDW	AD	Review table of Stalking Horse v. Seacret proposed transactions, and call with FA re same.	1.70	1225.00	\$2,082.50
03/29/2021	MDW	AD	Prep for and participate in call with Seacret counsel re possible APA.	1.80	1225.00	\$2,205.00
03/30/2021	RJF	AD	Telephone conference and emails with Michael Warner regarding sale issues.	0.30	1395.00	\$418.50
03/30/2021	MDW	AD	Draft table of APA comparison for committee discussion.	2.20	1225.00	\$2,695.00
03/30/2021	MDW	AD	Multiple calls and emails with other committee professionals re APA transactions.	1.10	1225.00	\$1,347.50
03/31/2021	SWG	AD	Call with UCC professionals team re: sale process.	0.10	725.00	\$72.50
03/31/2021	MDW	AD	Call with Debtors' counsel and CRO re negotiation status with STB and Seacret.	1.30	1225.00	\$1,592.50
03/31/2021	MDW	AD	Draft list of issues re Seacret APA, and multiple calls with attorney for Seacret re same.	3.10	1225.00	\$3,797.50
				39.80		\$46,411.00

Bankruptcy Litigation [L430]

03/01/2021	RJF	BL	Telephone conference with Steven W. Golden regarding discovery.	0.20	1395.00	\$279.00
03/01/2021	RJF	BL	Final revisions to motion to intervene and certifications.	0.80	1395.00	\$1,116.00
03/01/2021	SWG	BL	Edit motion to intervene and related pleadings.	0.70	725.00	\$507.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/01/2021	SWG	BL	Call with R. Feinstein and M. Warner re: intervention, including meet-and-confer call with Debtors' counsel.	0.50	725.00	\$362.50
03/01/2021	SWG	BL	Draft and send email regarding inclusion of Committee in Head adversary discovery.	0.20	725.00	\$145.00
03/01/2021	MDW	BL	Call with Debtors' counsel (MH) re intervention in Head litigation, subsequent call with Debtors' litigation counsel re same, and revisions to motion based upon same.	0.70	1225.00	\$857.50
03/01/2021	KLL	BL	Finalize and file Committee Motion to Intervene with attached exhibit	0.70	460.00	\$322.00
03/01/2021	KLL	BL	Review, revise and file Committee emergency hearing motion, declaration and order	0.90	460.00	\$414.00
03/01/2021	KLL	BL	Review court order approving emergency hearing and prepare and file notice of hearing on same	0.70	460.00	\$322.00
03/02/2021	RJF	BL	Call with Warner, Steven W. Golden, Ayala regarding adversary, discovery.	0.80	1395.00	\$1,116.00
03/02/2021	LAF	BL	Research re: Wayne Nugent.	0.30	475.00	\$142.50
03/02/2021	SWG	BL	Call with M. Warner re: discovery issues in case.	0.20	725.00	\$145.00
03/02/2021	SWG	BL	Continue drafting request for production to Debtors.	0.40	725.00	\$290.00
03/02/2021	SWG	BL	Draft and edit Nugent 2004 Motion.	1.30	725.00	\$942.50
03/02/2021	SWG	BL	Review and update W&E list for hearing.	0.10	725.00	\$72.50
03/02/2021	SWG	BL	Call with R. Feinstein and M. Warner re: litigation strategy.	0.80	725.00	\$580.00
03/02/2021	SWG	BL	Draft and send email to investigation/litigation team re: discovery plan.	0.20	725.00	\$145.00
03/02/2021	MDW	BL	Internal discussion re intervention motion and cont. hearing on TRO.	0.60	1225.00	\$735.00
03/02/2021	KLL	BL	Prepare witness and exhibit list re 3/8 hearing (adversary case)	0.50	460.00	\$230.00
03/02/2021	AAH	BL	Multiple corresp. re requests for production of documents from Montgomery Capital	0.30	725.00	\$217.50
03/03/2021	RJF	BL	Attend to witness and exhibit list for intervention motion.	0.30	1395.00	\$418.50
03/03/2021	BEL	BL	Telephone conference with Steven W. Golden	0.70	950.00	\$665.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			regarding case background.			
03/03/2021	BEL	BL	Telephone conference with Robert J. Feinstein, Steven W. Golden and Ayala Hassel regarding investigation.	0.50	950.00	\$475.00
03/03/2021	SWG	BL	Call with B. Levine re: Spherature investigation.	0.70	725.00	\$507.50
03/03/2021	SWG	BL	Participate in call with PSZJ team re: investigation.	0.50	725.00	\$362.50
03/03/2021	SWG	BL	Research and create interested parties list.	1.00	725.00	\$725.00
03/03/2021	KLL	BL	Review various correspondence on production of documents to discovery requests	0.30	460.00	\$138.00
03/03/2021	KLL	BL	Finalize and file witness and exhibit list re 3/8 hearing and exhibits to same	0.60	460.00	\$276.00
03/03/2021	AAH	BL	Attend strategy meeting re investigation of potential estate cliams	0.50	725.00	\$362.50
03/03/2021	AAH	BL	Multiple corresp. regarding strategy and document production from Montgomery Capital	0.50	725.00	\$362.50
03/04/2021	BEL	BL	Emails regarding 2004 motion and telephone conference with Steven W. Golden regarding investigation request.	0.30	950.00	\$285.00
03/04/2021	BEL	BL	Review background material and information relating to investigation.	4.20	950.00	\$3,990.00
03/04/2021	LAF	BL	Pending litigation search.	0.80	475.00	\$380.00
03/04/2021	SWG	BL	Call with W. Weitz re: investigation.	0.40	725.00	\$290.00
03/04/2021	SWG	BL	Continue investigation and create target/player lists for investigation team.	2.90	725.00	\$2,102.50
03/04/2021	SWG	BL	Set up document review tasks codes for investigation.	0.30	725.00	\$217.50
03/04/2021	AAH	BL	Multiple corresp. with team and coordination re motion for 2004 Exam, local rules requirements, and documents to be requested	0.70	725.00	\$507.50
03/04/2021	AAH	BL	Attention to accessing document review platform and begin initial review of documents produced by Montgomery Capital	0.80	725.00	\$580.00
03/05/2021	RJF	BL	Call with Warner, Steven W. Golden regarding Seacret complaint, intervention, etc.	0.30	1395.00	\$418.50
03/05/2021	RJF	BL	Prepare for hearing on intervention motion.	0.80	1395.00	\$1,116.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/05/2021	RJF	BL	Review objections to intervention motion, related emails.	0.50	1395.00	\$697.50
03/05/2021	BEL	BL	Emails regarding motion to intervene.	0.20	950.00	\$190.00
03/05/2021	BEL	BL	Telephone conference with M. Warner regarding motion to intervene.	0.10	950.00	\$95.00
03/05/2021	BEL	BL	Draft declaration in support of motion to intervene.	2.80	950.00	\$2,660.00
03/05/2021	LAF	BL	Legal research re: Lender liability for control; equitable subordination.	1.50	475.00	\$712.50
03/05/2021	LAF	BL	Legal research re: Recharacterization of debt as equity.	0.50	475.00	\$237.50
03/05/2021	SWG	BL	Call with A. Hassell re: document review.	0.60	725.00	\$435.00
03/05/2021	SWG	BL	Participate in call with R. Feinstein and M. Warner re: Seacret lawsuit.	0.20	725.00	\$145.00
03/05/2021	SWG	BL	Edit supplemental Feinstein declaration.	0.20	725.00	\$145.00
03/05/2021	SWG	BL	Review opposition to motion to intervene and research re: same.	0.90	725.00	\$652.50
03/05/2021	SWG	BL	Document review	0.60	725.00	\$435.00
03/05/2021	MDW	BL	Call with Seacret's counsel re Debtors' recent complaint filing.	0.50	1225.00	\$612.50
03/05/2021	MDW	BL	Review/revise draft supplemental declaration in support of intervention.	0.50	1225.00	\$612.50
03/05/2021	KLL	BL	Download documents relating to adversary proceedings and circulate same to M. Warner	0.50	460.00	\$230.00
03/05/2021	AAH	BL	Multiple corresp. with team re document production and lien review, and recent pleadings filed in adversary proceeding	0.50	725.00	\$362.50
03/06/2021	BEL	BL	Review draft order.	0.20	950.00	\$190.00
03/06/2021	BEL	BL	Emails with Steven W. Golden regarding status.	0.10	950.00	\$95.00
03/06/2021	AAH	BL	Multiple corresp. re adversary proceeding and review agreed order re committee intervening	0.40	725.00	\$290.00
03/06/2021	LAF	BL	Legal research re: Committee intervention in adversary proceeding.	3.00	475.00	\$1,425.00
03/06/2021	SWG	BL	Call with M. Warner re: motions to intervene.	0.30	725.00	\$217.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/06/2021	SWG	BL	Draft proposed agreed order to intervene.	0.40	725.00	\$290.00
03/07/2021	RJF	BL	Prepare for hearing on Committee's intervention motion.	1.00	1395.00	\$1,395.00
03/07/2021	RJF	BL	Internal call regarding hearing on intervention motion.	0.80	1395.00	\$1,116.00
03/07/2021	BEL	BL	Telephone conference with Robert J. Feinstein, M. Warner, Steven W. Golden regarding hearing on motion to intervene.	0.70	950.00	\$665.00
03/07/2021	LAF	BL	Legal research re: Committee intervention in adversary proceeding.	0.50	475.00	\$237.50
03/07/2021	SWG	BL	Call with PSZJ team re: intervention.	0.80	725.00	\$580.00
03/08/2021	RJF	BL	Prepare for hearing in intervention motion.	1.00	1395.00	\$1,395.00
03/08/2021	RJF	BL	Attend hearing on intervention motion.	1.00	1395.00	\$1,395.00
03/08/2021	RJF	BL	Telephone conference with Warner regarding hearing.	0.10	1395.00	\$139.50
03/08/2021	BEL	BL	Call with Robert J. Feinstein, Steven W. Golden, Mike Warner and Ayala Hassel regarding open issues.	0.80	950.00	\$760.00
03/08/2021	BEL	BL	Telephone conference with Steven W. Golden regarding Peter Powderham.	0.30	950.00	\$285.00
03/08/2021	BEL	BL	Review documents and work on litigation plan.	3.60	950.00	\$3,420.00
03/08/2021	SWG	BL	Review documents produced by Montgomery and MCA.	2.40	725.00	\$1,740.00
03/08/2021	MDW	BL	Internal professionals call re next steps in litigation in light of court's ruling on intervention.	0.60	1225.00	\$735.00
03/08/2021	AAH	BL	Conduct legal research regarding committee's derivative standing rights and Nevada LLC laws	3.20	725.00	\$2,320.00
03/09/2021	RJF	BL	Telephone conference with Lockhart regarding intervention order.	0.10	1395.00	\$139.50
03/09/2021	RJF	BL	Review confidentiality order from debtor, related internal emails.	0.30	1395.00	\$418.50
03/09/2021	RJF	BL	Review and comment on draft intervention order.	0.20	1395.00	\$279.00
03/09/2021	BEL	BL	Telephone conference with Steven W. Golden regarding potential 2004 targets.	0.30	950.00	\$285.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/09/2021	BEL	BL	Review draft confidentiality order.	0.60	950.00	\$570.00
03/09/2021	BEL	BL	Multiple emails regarding discovery issues.	0.70	950.00	\$665.00
03/09/2021	BEL	BL	Telephone conference with Wayne Weitz regarding investigation.	0.20	950.00	\$190.00
03/09/2021	BEL	BL	Draft, review and revise 2004 motion.	3.90	950.00	\$3,705.00
03/09/2021	SWG	BL	Call with A. Hassell re: investigation.	0.20	725.00	\$145.00
03/09/2021	SWG	BL	Call with B. Levine re: discovery and 2004 Motions.	0.40	725.00	\$290.00
03/09/2021	SWG	BL	Respond to email from Debtors' counsel re: stipulated protective order.	0.10	725.00	\$72.50
03/09/2021	SWG	BL	Call with Debtors' counsel re protective order.	0.20	725.00	\$145.00
03/09/2021	SWG	BL	Draft and send confirmatory email to Debtors' counsel.	0.10	725.00	\$72.50
03/09/2021	AAH	BL	Conduct additional research regarding issues related to derivative standing and corresp. with team re derivative claim standing under Nevada LLC law	0.80	725.00	\$580.00
03/10/2021	RJF	BL	Attend Poates deposition.	1.90	1395.00	\$2,650.50
03/10/2021	RJF	BL	Telephone conference with Beth E. Levine regarding investigation.	0.10	1395.00	\$139.50
03/10/2021	RJF	BL	Emails regarding depositions.	0.20	1395.00	\$279.00
03/10/2021	BEL	BL	Review and revise 2004 motion.	1.30	950.00	\$1,235.00
03/10/2021	BEL	BL	Attend 30(b)(6) deposition of the debtor.	4.20	950.00	\$3,990.00
03/10/2021	BEL	BL	Review and revise 2004 motion and list of targets.	1.30	950.00	\$1,235.00
03/10/2021	LAF	BL	Legal research re: Miscitation of Enron.	0.50	475.00	\$237.50
03/10/2021	SWG	BL	Draft and send email to PSZJ team re: investigation call and document review.	0.20	725.00	\$145.00
03/10/2021	KLL	BL	Review and revise Nugent 2004 exam	0.70	460.00	\$322.00
03/11/2021	BEL	BL	Telephone conference with Steven W. Golden and Ayala Hassell re document review issue.	0.30	950.00	\$285.00
03/11/2021	BEL	BL	Attend depositions.	5.20	950.00	\$4,940.00
03/11/2021	BEL	BL	Review and revise 2004 motion.	1.50	950.00	\$1,425.00
03/11/2021	BEL	BL	Revise list of potential targets.	0.30	950.00	\$285.00

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03/11/2021	BEL	BL	Telephone conference with Nina L. Hong and Steven W. Golden regarding document review.	0.50	950.00	\$475.00
03/11/2021	NLH	BL	Telephone conference with S. Golden and B. Levine re background and issues.	0.50	875.00	\$437.50
03/11/2021	LAF	BL	Update creditor site.	0.50	475.00	\$237.50
03/11/2021	SWG	BL	Call with B. Levine re: document review.	0.40	725.00	\$290.00
03/11/2021	SWG	BL	Call with investigation team re: document review.	0.70	725.00	\$507.50
03/11/2021	MDW	BL	Participate in multiple E-Mails correspondence among Debtors' counsel and Blake Linderman re class and related issues.	0.50	1225.00	\$612.50
03/12/2021	RJF	BL	Emails regarding deposition coverage, class action.	0.30	1395.00	\$418.50
03/12/2021	BEL	BL	Review and revise 2004 motion.	0.70	950.00	\$665.00
03/12/2021	NLH	BL	Review background documents and issues.	2.10	875.00	\$1,837.50
03/12/2021	SWG	BL	Attend deposition of J. Call in adversary proceeding.	3.10	725.00	\$2,247.50
03/13/2021	NLH	BL	Telephone conference with S. Golden re issues.	0.20	875.00	\$175.00
03/13/2021	SWG	BL	Call with N. Hong re: document review.	0.30	725.00	\$217.50
03/15/2021	BEL	BL	Telephone conference with Steven W. Golden regarding document review.	0.10	950.00	\$95.00
03/15/2021	BEL	BL	Telephone conference with Robert J. Feinstein regarding 2004 investigation.	0.10	950.00	\$95.00
03/15/2021	NLH	BL	Document review and analysis.	3.70	875.00	\$3,237.50
03/15/2021	KLL	BL	Review and update docket entry re hearing on preliminary injunction from telephonic to video with instructions on same	0.30	460.00	\$138.00
03/16/2021	RJF	BL	Internal call regarding investigation.	0.70	1395.00	\$976.50
03/16/2021	BEL	BL	Telephone conference with Robert J. Feinstein, Mike Warner and Steven W. Golden regarding investigation.	0.70	950.00	\$665.00
03/16/2021	BEL	BL	Review motion to seal and emails with M. Warner to opposing counsel regarding same.	0.30	950.00	\$285.00
03/16/2021	NLH	BL	Document review and analysis.	3.40	875.00	\$2,975.00
03/16/2021	SWG	BL	Call with PSZJ team re: investigation.	0.70	725.00	\$507.50
03/16/2021	MDW	BL	Update call with litigators re status of discussions	0.40	1225.00	\$490.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			with Debtors' professionals in light of litigation.			
03/16/2021	MDW	BL	Prep for (address agenda issues), and participate in weekly committee call.	1.30	1225.00	\$1,592.50
03/16/2021	MDW	BL	Internal discussions re effect on insurance re class litigation matter.	0.50	1225.00	\$612.50
03/16/2021	MDW	BL	Multiple emails with attorney Lindermann re Debtors' release of insurance information.	0.40	1225.00	\$490.00
03/17/2021	RJF	BL	Review discovery outline, related emails regarding target list, depositions.	0.80	1395.00	\$1,116.00
03/17/2021	BEL	BL	Revise target list and email Robert J. Feinstein regarding same.	0.60	950.00	\$570.00
03/17/2021	BEL	BL	Attend Nugent deposition.	4.30	950.00	\$4,085.00
03/17/2021	BEL	BL	Attend Ben Shabat deposition.	2.50	950.00	\$2,375.00
03/17/2021	NLH	BL	Document review and analysis.	2.10	875.00	\$1,837.50
03/17/2021	AAH	BL	Review documents produced by Lender, Montgomery Capital	2.50	725.00	\$1,812.50
03/17/2021	MDW	BL	Call from Abigail Ryan with Texas AG's office.	0.30	1225.00	\$367.50
03/18/2021	BEL	BL	Emails with Nina L. Hong regarding document review.	0.10	950.00	\$95.00
03/18/2021	BEL	BL	Draft, review and revise 2004 motions.	3.20	950.00	\$3,040.00
03/18/2021	BEL	BL	Review and revise 2004 motion.	0.40	950.00	\$380.00
03/18/2021	NLH	BL	Document review and analysis.	2.60	875.00	\$2,275.00
03/18/2021	AAH	BL	Review documents produced by lender, Montgomery Capital for Committee investigation	2.50	725.00	\$1,812.50
03/19/2021	RJF	BL	Call with Head's lawyer, M. Warner, Beth E. Levine regarding Head litigation, etc.	0.50	1395.00	\$697.50
03/19/2021	BEL	BL	Telephone conference with Robert J. Feinstein, M. Warner, Todd Hoodenpyle and M. Shiro regarding litigation and case issues.	0.80	950.00	\$760.00
03/19/2021	BEL	BL	Attend Ben Shabat deposition.	3.70	950.00	\$3,515.00
03/19/2021	NLH	BL	Document review and analysis.	3.70	875.00	\$3,237.50
03/19/2021	MDW	BL	Call with counsel for Head (at their request) re over view of case and litigation.	1.00	1225.00	\$1,225.00

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03/21/2021	AAH	BL	Review documents produced by lender, Montgomery Capital	5.70	725.00	\$4,132.50
03/22/2021	NLH	BL	Document review and analysis.	3.80	875.00	\$3,325.00
03/22/2021	AAH	BL	Continue review of documents produced by lender, Montgomery Capital, Tom Montgomery, and related parties	3.70	725.00	\$2,682.50
03/22/2021	SWG	BL	Receive and respond to emails re: witness and exhibit list.	0.20	725.00	\$145.00
03/23/2021	BEL	BL	Telephone conference with Steven W. Golden regarding committee call and investigation issues.	0.10	950.00	\$95.00
03/23/2021	BEL	BL	Emails regarding upcoming hearing.	0.20	950.00	\$190.00
03/23/2021	NLH	BL	Document review and analysis.	3.90	875.00	\$3,412.50
03/23/2021	AAH	BL	Prepare for and attend call with professional team regarding strategy and split of tasks related to committee's investigation of lender's liens and claims	0.70	725.00	\$507.50
03/23/2021	AAH	BL	Follow up after strategy call to provide information to K. Brown and regarding research related to committee investigation	0.40	725.00	\$290.00
03/23/2021	SWG	BL	Draft and send email to K. Brown re: Montgomery complaint	0.20	725.00	\$145.00
03/23/2021	SWG	BL	Call with K. Brown re: complaint against Montgomery et al.	0.90	725.00	\$652.50
03/23/2021	MDW	BL	Internal discussion re secured lender issues for review.	0.60	1225.00	\$735.00
03/24/2021	KHB	BL	Confer with S. Golden, M. Warner, Ayala Hassell re document review and preparation of chronology re analysis of claims against secured lender (.9); review recent authority re recharacterization (1.8).	2.70	1225.00	\$3,307.50
03/24/2021	RJF	BL	Emails regarding preliminary injunction hearing.	0.30	1395.00	\$418.50
03/24/2021	BEL	BL	Review submissions for hearing on preliminary injunction and prepare emails regarding same.	1.60	950.00	\$1,520.00
03/24/2021	BEL	BL	Email and telephone conference with S. Lockhart regarding upcoming hearing.	0.40	950.00	\$380.00
03/24/2021	NLH	BL	Document review and analysis.	2.90	875.00	\$2,537.50
03/24/2021	AAH	BL	Attend strategy call re Committee investigation of	0.70	725.00	\$507.50

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alleged secured lender, Montgomery Capital						
03/24/2021	AAH	BL	Review and analyze specific MCA documents and prepare corresp. to litigation team regarding MCA documents	0.50	725.00	\$362.50
03/24/2021	AAH	BL	Conduct legal research relating to committee investigation of lender, Montgomery Capital	1.80	725.00	\$1,305.00
03/24/2021	SWG	BL	Call with PSZJ team re: lien challenge complaint.	0.80	725.00	\$580.00
03/24/2021	KLL	BL	Attend conference call with Pachulski team on new project coding of documents produced	1.00	460.00	\$460.00
03/25/2021	KHB	BL	Review email re document review codes (.3); confer with S. Golden re same (.2); emails with Beth Levine and S. Golden re lender investigation (.2).	0.70	1225.00	\$857.50
03/25/2021	BEL	BL	Review and comment on list of document review tags.	0.10	950.00	\$95.00
03/25/2021	NLH	BL	Document review and analysis.	3.70	875.00	\$3,237.50
03/25/2021	AAH	BL	Review and analyze select MCA documents relevant to committee investigation of lender claims and multiple corresp. (1.3); with committee professionals regarding same and strategy meeting (.1)	1.40	725.00	\$1,015.00
03/25/2021	AAH	BL	Coordinate with K. Labrada re information needed for document review for committee investigation of lender claims	0.40	725.00	\$290.00
03/25/2021	SWG	BL	Draft and send email to PSZJ team re: Everlaw coding.	0.20	725.00	\$145.00
03/25/2021	SWG	BL	Call with K. Brown re: document review.	0.10	725.00	\$72.50
03/25/2021	SWG	BL	Draft and send email to T. Scannell re: document production.	0.10	725.00	\$72.50
03/25/2021	SWG	BL	Call with counsel to Texas AG re: discovery matters.	1.00	725.00	\$725.00
03/25/2021	KLL	BL	Review documents produced	0.90	460.00	\$414.00
03/26/2021	NLH	BL	Document review and analysis.	4.10	875.00	\$3,587.50
03/26/2021	AAH	BL	Multiple corresp. and calls with committee professionals regarding secured lender investigation	1.50	725.00	\$1,087.50
03/26/2021	SWG	BL	Review documents produced by T. Montgomery.	0.80	725.00	\$580.00
03/26/2021	SWG	BL	Call with W. Weitz re: Head adversary.	0.20	725.00	\$145.00
03/26/2021	MDW	BL	Review pleadings filed by Head, and Debtors in prep	1.80	1225.00	\$2,205.00

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for hearing on Restraining Order.						
03/26/2021	MDW	BL	Attend Hearing on injunction in Head Litigation.	8.20	1225.00	\$10,045.00
03/26/2021	KLL	BL	Continue review of documents produced and preparing chart on same	1.60	460.00	\$736.00
03/29/2021	KHB	BL	Emails with M. Warner and A. Hassell re secured lender investigation (.2); review protective order (.3); review correspondence between debtor and lender re adding consulting fees to loan balance (.4).	0.90	1225.00	\$1,102.50
03/29/2021	NLH	BL	Document review and analysis.	2.20	875.00	\$1,925.00
03/30/2021	KHB	BL	Review draft cash collateral order (.5); confer with FA re secured lender investigation (.3), confer with A. Hassell and Kerri LaBrada re secured lender investigation (.2); review email from K. Labrada re same (.2).	1.20	1225.00	\$1,470.00
03/30/2021	RJF	BL	Review and revise 2004 motions and related telephone conferences with Beth E. Levine.	0.70	1395.00	\$976.50
03/30/2021	BEL	BL	Telephone conferences with Robert J. Feinstein regarding 2004 motions.	0.20	950.00	\$190.00
03/30/2021	BEL	BL	Review draft preliminary injunction motion.	0.20	950.00	\$190.00
03/30/2021	BEL	BL	Attend committee call.	1.50	950.00	\$1,425.00
03/30/2021	BEL	BL	Review Head comments to PI order.	0.20	950.00	\$190.00
03/30/2021	AAH	BL	Prepare for and attend call with Committee professionals including B. Riley re issues related to investigation of secured lender	0.50	725.00	\$362.50
03/30/2021	KLL	BL	Continue review of documents and preparing chart on same	4.40	460.00	\$2,024.00
03/30/2021	KLL	BL	Attend conference call with Pachulski and BRiley team on financial documents	0.40	460.00	\$184.00
03/30/2021	KLL	BL	Attend conference call with A. Hassell and K. Brown reviewing form of chart on summary of documents produced	0.20	460.00	\$92.00
03/31/2021	KHB	BL	Work on discovery requests (.5); emails with B. Levine re same (.2).	0.70	1225.00	\$857.50
03/31/2021	BEL	BL	Review revised draft PI order.	0.10	950.00	\$95.00
03/31/2021	BEL	BL	Review and revise 2004 motion and target list.	2.50	950.00	\$2,375.00
03/31/2021	MDW	BL	Review motion by Viva Voyage re discharge	0.40	1225.00	\$490.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			objection.			
03/31/2021	KLL	BL	Continue review of documents produced and summarize chart to same	4.10	460.00	\$1,886.00
				219.40		\$193,077.00

Case Administration [B110]

03/02/2021	SWG	CA	Call with A. Hassell re: case status and administration.	0.30	725.00	\$217.50
03/02/2021	KLL	CA	Review current filings and update critical dates memo to same	0.50	460.00	\$230.00
03/02/2021	KLL	CA	Submit request for hearing transcript re 2/24 hearing	0.20	460.00	\$92.00
03/02/2021	KLL	CA	Download and circulate transcript from transcriber re 2/24 hearing	0.20	460.00	\$92.00
03/03/2021	KLL	CA	Review filings and update critical case memo	0.30	460.00	\$138.00
03/05/2021	KLL	CA	Prepare pro hac vice for B. Levine	0.50	460.00	\$230.00
03/05/2021	KLL	CA	Download and circulate objections to Committee's motion to intervene	0.30	460.00	\$138.00
03/05/2021	KLL	CA	Review dockets (main and adversary cases) and update critical dates memo to same	0.40	460.00	\$184.00
03/08/2021	RJF	CA	WIP call with Warner, Beth E. Levine, Steven W. Golden and Ayala.	0.80	1395.00	\$1,116.00
03/08/2021	BEL	CA	Review and revise pro hac application.	0.20	950.00	\$190.00
03/08/2021	SWG	CA	Internal WIP call with PSZJ team.	0.80	725.00	\$580.00
03/08/2021	KLL	CA	Finalize and file pro hac vice re B. Levine	0.40	460.00	\$184.00
03/08/2021	KLL	CA	Review of current filings and docket dates to same	0.20	460.00	\$92.00
03/09/2021	SWG	CA	Call with W. Weitz re: case catchup and administration.	0.40	725.00	\$290.00
03/09/2021	KLL	CA	Submit request for hearing transcript re 3/8 hearing	0.30	460.00	\$138.00
03/09/2021	KLL	CA	Correspond with transcriber re 3/8 hearing	0.20	460.00	\$92.00
03/10/2021	KLL	CA	Download and circulate filings re bid procedures motion and objections to same	0.40	460.00	\$184.00
03/10/2021	KLL	CA	Download and circulate hearing transcript from 3-8 hearing	0.30	460.00	\$138.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/10/2021	KLL	CA	Prepare witness and exhibit list re 3-16 hearing	0.40	460.00	\$184.00
03/11/2021	SWG	CA	Call with M. Warner re: case status.	0.20	725.00	\$145.00
03/11/2021	SWG	CA	Review and revise email from M. Warner re: case issues to be sent to Debtors' counsel	0.20	725.00	\$145.00
03/11/2021	SWG	CA	Call with UST re: case status.	0.30	725.00	\$217.50
03/11/2021	MDW	CA	Detailed correspondence to Debtors' counsel re lack of cooperation with the Committee, sale motion, operations, etc.	1.80	1225.00	\$2,205.00
03/11/2021	KLL	CA	Revise witness and exhibit list re 3/16 hearing	0.40	460.00	\$184.00
03/11/2021	KLL	CA	Review notices on docket and docket dates to same	0.30	460.00	\$138.00
03/12/2021	KLL	CA	Download various filings from docket for M. Warner and circulate same	0.30	460.00	\$138.00
03/12/2021	KLL	CA	Review filings and update critical dates memo to same	0.40	460.00	\$184.00
03/15/2021	SWG	CA	Participate in call with Debtors and counsel to putative class action claimant.	0.50	725.00	\$362.50
03/15/2021	KLL	CA	Download and circulate order approving Levine pro hac	0.20	460.00	\$92.00
03/17/2021	SWG	CA	Participate in call with Debtors' and Committee's professionals.	1.00	725.00	\$725.00
03/17/2021	KLL	CA	Update critical dates memo and circulate same	0.30	460.00	\$138.00
03/17/2021	KLL	CA	Correspond with S. Golden on upcoming deadline for witness and exhibit list to 3/25 hearing on listing of exhibits on same	0.20	460.00	\$92.00
03/22/2021	KLL	CA	Review current filings and docket dates to same	0.20	460.00	\$92.00
03/22/2021	KLL	CA	Review, revise and file witness and exhibit list along with copies of exhibits re 3/25 hearing	1.80	460.00	\$828.00
03/23/2021	AAH	CA	Receive and review multiple notices of case filings including agreed order re committee information motion, revised schedules, and other case admin. pleadings	0.40	725.00	\$290.00
03/23/2021	SWG	CA	Call with M. Warner re: case status and strategy.	0.80	725.00	\$580.00
03/23/2021	SWG	CA	Call with US Trustee re: committee membership (.2); send follow up email re: same (.1)	0.30	725.00	\$217.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/23/2021	SWG	CA	Call with W. Weitz re: case strategy and administration matters.	0.10	725.00	\$72.50
03/23/2021	MDW	CA	E-Mail exchange with Texas AG re discovery issues.	0.20	1225.00	\$245.00
03/23/2021	MDW	CA	Prep for and call with Committee re weekly update.	1.20	1225.00	\$1,470.00
03/23/2021	KLL	CA	Download and circulate pleadings from docket to M. Warner	0.20	460.00	\$92.00
03/23/2021	KLL	CA	Prepare and upload agreed order re Committee confi motion	0.80	460.00	\$368.00
03/24/2021	KLL	CA	Review notice of continued hearing and docket dates re same	0.20	460.00	\$92.00
03/24/2021	KLL	CA	Draft joinder to Debtor's motion to extend POC deadline and confi information on schedules	0.40	460.00	\$184.00
03/25/2021	AAH	CA	Review multiple corresp. regarding debtors motion to amend schedules and multiple notices and pleadings filed in case	0.80	725.00	\$580.00
03/25/2021	MDW	CA	Call with Texas AG re overview of case and discovery.	0.60	1225.00	\$735.00
03/25/2021	KLL	CA	Download and circulate Order re Committee confi motion	0.20	460.00	\$92.00
03/26/2021	KLL	CA	Review current ECF notices and docket dates to same (main and adversary cases)	0.30	460.00	\$138.00
03/30/2021	SWG	CA	Call with M. Warner re: case strategy and catch up.	0.40	725.00	\$290.00
03/30/2021	SWG	CA	Respond to email from Debtors' counsel re: objection deadlines.	0.20	725.00	\$145.00
03/30/2021	MDW	CA	Prep for and participate in weekly committee call.	1.60	1225.00	\$1,960.00
03/30/2021	KLL	CA	Review correspondences re extension deadline and docket same to bid procedures and cash collateral motions	0.10	460.00	\$46.00
03/31/2021	KLL	CA	Download filings from docket and circulate same	0.30	460.00	\$138.00
03/31/2021	KLL	CA	Prepare and circulate witness and exhibit list re 4/6 hearing	0.40	460.00	\$184.00
				24.70		\$18,114.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Claims Admin/Objections[B310]						
03/12/2021	MDW	CO	Participate in various emails and calls re Class Proof of Claim (potential) counsel and Debtors' counsel re various possible motions/objections.	0.40	1225.00	\$490.00
03/14/2021	MDW	CO	Call from attorney Lindermann re Class POC issues to be addressed with Debtors' counsel.	0.50	1225.00	\$612.50
03/15/2021	MDW	CO	Call with Debtors and attorney Lindermann re Class POC issues, insurance issues, noticing issues.	1.00	1225.00	\$1,225.00
03/23/2021	MDW	CO	Review Debtors' motion to provide additional notice to executory contract counter parties, and internal email re same.	0.40	1225.00	\$490.00
03/24/2021	SWG	CO	Review Debtors' motion to redact certain information and extend bar date and summarize same for Committee.	0.40	725.00	\$290.00
				2.70		\$3,107.50

Fee/Employment Application

03/02/2021	KLL	FE	Review amended interim comp procedures order	0.40	460.00	\$184.00
03/04/2021	MDW	FE	Review amended order re interim professional comp.	0.20	1225.00	\$245.00
03/16/2021	KLL	FE	Finalize and file supplemental declaration re Pachulski retention application	0.40	460.00	\$184.00
03/16/2021	KLL	FE	Review and revise February monthly invoice in preparation of monthly fee statement	0.70	460.00	\$322.00
03/22/2021	AAH	FE	Coordinate with K. Labrada re first monthly fee statement for PSZJ (2.); review interim compensation order (.4); and multiple corresp. and calls with committee professionals and debtors' counsel re service of monthly fee statement extension (.5)	1.10	725.00	\$797.50
03/22/2021	AAH	FE	Revise detailed descriptions of professional services for February services	1.10	725.00	\$797.50
03/22/2021	KLL	FE	Prepare Pachulski monthly fee statement	1.70	460.00	\$782.00
03/23/2021	AAH	FE	Review and revise PSZJ monthly fee statement and coordinate with K. Labrada regarding service on notice parties	1.20	725.00	\$870.00
03/23/2021	AAH	FE	Review and comment on monthly fee statement of	0.40	725.00	\$290.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			B. Riley and corresp. with B. Riley & K. Labrada re same			
03/23/2021	KLL	FE	Revise and circulate Pachulski February monthly fee statement	1.10	460.00	\$506.00
03/23/2021	KLL	FE	Review, revise and circulate BRiley February monthly fee statement	0.60	460.00	\$276.00
				8.90		\$5,254.00

Financing [B230]

03/04/2021	SWG	FN	Review of documents produced by Montgomery.	1.00	725.00	\$725.00
03/09/2021	AAH	FN	Review and revise lender's proposed final order allowing use of cash collateral; prepare red-lined version reflecting changes; and corresp. with team regarding proposed changes	6.80	725.00	\$4,930.00
03/14/2021	AAH	FN	Continue review and revisions of lender's proposed final order re cash collateral and incorporate team comments	5.80	725.00	\$4,205.00
03/15/2021	AAH	FN	Continue analysis and revisions to lender's proposed final cash collateral order incorporating comments from committee professionals (6.3); prepare and send red-lined version of Committee revisions to debtors' counsel (.4)	6.70	725.00	\$4,857.50
03/15/2021	AAH	FN	Multiple discussions and corresp. with committee professionals regarding final cash collateral provisions and budget	1.50	725.00	\$1,087.50
03/16/2021	AAH	FN	Multiple corresp. with debtors' counsel, lender's counsel, & committee professionals re cash collateral hearing, potential interim order, and extension of objection deadline	0.30	725.00	\$217.50
03/17/2021	AAH	FN	Review draft witness & exhibit list for Cash Collateral hearing on 3-25 and corresp. re same	0.30	725.00	\$217.50
03/18/2021	AAH	FN	Multiple corresp. re interim order on cash collateral, budget, and issues related to hearing on 3-25	0.70	725.00	\$507.50
03/19/2021	AAH	FN	Multiple calls and coresp. with professionals for debtors, committee, and lender re negotiation of potential fourth interim cash collateral order and budget issues (1.7); witness & exhibit list issues; and issues relating to witnesses and proof necessary for 3-25 hearing (3.1)	4.80	725.00	\$3,480.00
03/21/2021	AAH	FN	Multiple corresp. re cash collateral budget	0.20	725.00	\$145.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
03/22/2021	AAH	FN	Review and analyze various documents for inclusion on Witness & Exhibit List for 3-25-21 hearings on Cash Collateral and Bid Procedures (2.2); review and revise Witness and Exhibit lists (.4); and coordinate with K. Labrada regarding redaction of documents (.2)	2.80	725.00	\$2,030.00
03/22/2021	AAH	FN	Multiple calls and corresp. among committee professionals and PSZJ professionals regarding March 25 hearings, witness & exhibit lists, and potential rescheduling of hearings	1.20	725.00	\$870.00
03/23/2021	AAH	FN	Multiple internal calls and corresp. regarding hearing on 3-25 for use of cash collateral and approval of bid procedures and rescheduling same	0.90	725.00	\$652.50
03/23/2021	AAH	FN	Review Witness & Exhibit lists filed by debtors, lender, and Seacret for 3-25 hearing (.4); and corresp. with team regarding same (.2)	0.60	725.00	\$435.00
03/24/2021	AAH	FN	Correspond with lender's counsel re proposed final cash collateral order	0.10	725.00	\$72.50
03/24/2021	AAH	FN	Call with M. Warner re cash collateral objection strategy	0.30	725.00	\$217.50
03/26/2021	AAH	FN	Multiple corresp. regarding secured lender's proposed final order for use of cash collateral and related strategy	0.60	725.00	\$435.00
03/26/2021	SWG	FN	Review proposed final cash collateral order and send email to PSZJ group re: same.	0.20	725.00	\$145.00
03/29/2021	AAH	FN	Receive and review multiple corresp. re upcoming hearing dates and deadlines in case (.6); send corresp. to debtors counsel regarding objection deadlines for April 6 hearings (.2)	0.80	725.00	\$580.00
03/29/2021	AAH	FN	Review and analyze lender's proposed final order authorizing use of cash collateral (1.); make comments and revisions to final order (5.1); and prepare and circulate red-lined draft of final order to committee professional team (.4)	6.50	725.00	\$4,712.50
03/29/2021	AAH	FN	Conduct research to support objections to lender's requested final order terms and requirements	1.80	725.00	\$1,305.00
03/30/2021	AAH	FN	Call with S. Golden re proposed revisions to lender's proposed final cash collateral order (.3); and follow-up with corresp. to team re same (.1)	0.40	725.00	\$290.00
03/30/2021	AAH	FN	Multiple corresp. and calls with PSZJ team	0.60	725.00	\$435.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			regarding various terms of lender's proposed final cash collateral order and suggestions for revision to same			
03/30/2021	AAH	FN	Multiple revisions to various terms of lender's proposed final cash collateral order incorporating various comments from committee professionals and prepare multiple red-lined versions of proposed final order	4.80	725.00	\$3,480.00
03/30/2021	AAH	FN	Prepare and send corresp. to debtors' counsel regarding issues related to lenders' proposed final cash collateral and Committee's comments to proposed order; attach red-lined and clean version of revisions to order	0.20	725.00	\$145.00
03/30/2021	AAH	FN	Conduct additional research to support objections to terms of cash collateral final order requested by lenders	1.70	725.00	\$1,232.50
03/30/2021	SWG	FN	Call with A. Hassell re: cash collateral.	0.30	725.00	\$217.50
03/30/2021	MDW	FN	Review Lender's proposed final CC order, and provide comments to same.	0.50	1225.00	\$612.50
03/31/2021	AAH	FN	Multiple corresp. with debtors' counsel and Committee counsel regarding Committee revisions to Lender's proposed Final Cash Collateral Order	0.30	725.00	\$217.50
03/31/2021	AAH	FN	Draft objections to Debtors' Cash Collateral Motion	11.80	725.00	\$8,555.00
				64.50		\$47,012.50

General Creditors Comm. [B150]

03/01/2021	AAH	GC	Review recent pleadings & claims filed in case	0.50	725.00	\$362.50
03/01/2021	SWG	GC	Call with group of unsecured creditors re: case status and questions about Committee role.	0.80	725.00	\$580.00
03/01/2021	MDW	GC	Conf. call with representatives / sales people re committee general issues and potential membership.	1.10	1225.00	\$1,347.50
03/02/2021	AAH	GC	Attend call with S. Golden re case updates and strategy	0.20	725.00	\$145.00
03/04/2021	AAH	GC	Multiple corresp. re proposed extension of deadline for objections to cash collateral and bid procedures motion; and committee membership issues	0.90	725.00	\$652.50
03/08/2021	AAH	GC	Multiple corresp. re committee updates and strategy meeting	0.40	725.00	\$290.00

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03/08/2021	AAH	GC	Prepare for and attend strategy meeting with team regarding committee issues in including adversary proceedings, membership, cash collateral, and bid procedures	0.70	725.00	\$507.50
03/09/2021	AAH	GC	Attend call with S. Golden re committee issues including committee meeting and follow up	0.30	725.00	\$217.50
03/09/2021	AAH	GC	Attend weekly committee meeting	1.50	725.00	\$1,087.50
03/09/2021	AAH	GC	Several corresp. and preparation for Cash Collateral hearing set for 3-16-21, witness lists, and proposal for interim order	1.40	725.00	\$1,015.00
03/09/2021	SWG	GC	Prepare agenda for committee meeting	0.10	725.00	\$72.50
03/09/2021	RJF	GC	Telephonic committee meeting.	1.50	1395.00	\$2,092.50
03/10/2021	AAH	GC	Multiple corresp. regarding 3-16-21 hearings on cash collateral, bid procedures, and committee information motion	0.40	725.00	\$290.00
03/10/2021	SWG	GC	Call with counsel to numerous claimants re: case status, including bidding process.	0.40	725.00	\$290.00
03/10/2021	SWG	GC	Call with unsecured creditor re: case status.	0.50	725.00	\$362.50
03/11/2021	AAH	GC	Receive and review multiple corresp. in case relating to pleadings filed and upcoming hearings on cash collateral, bid procedures, and committee information	0.30	725.00	\$217.50
03/11/2021	MDW	GC	Call with Debtors' lead counsel re need for further cooperation with Committee, and sale next step issues.	1.10	1225.00	\$1,347.50
03/12/2021	AAH	GC	Review multiple corresp. regarding pleadings filed in case, hearing settings, and deadlines	0.30	725.00	\$217.50
03/15/2021	AAH	GC	Multiple corresp. with team regarding committee issues including upcoming hearings, deadlines, and work strategy	0.70	725.00	\$507.50
03/15/2021	SWG	GC	Call with representative re: case status.	0.60	725.00	\$435.00
03/16/2021	AAH	GC	Review agenda and prepare for creditors' committee meeting	0.50	725.00	\$362.50
03/16/2021	AAH	GC	Receive and review multiple notices of pleadings filed in case	0.40	725.00	\$290.00
03/16/2021	AAH	GC	Attend meeting with Creditors' Committee and provide updates to members	1.30	725.00	\$942.50

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03/16/2021	SWG	GC	Call with M. Warner re: Committee call agenda.	0.20	725.00	\$145.00
03/16/2021	SWG	GC	Participate in weekly Committee meeting.	1.40	725.00	\$1,015.00
03/16/2021	RJF	GC	Telephonic committee meeting.	1.30	1395.00	\$1,813.50
03/17/2021	AAH	GC	Multiple corresp. with debtors and committee professionals regarding upcoming hearings on cash collateral, bid procedures, and new APA draft proposals	0.80	725.00	\$580.00
03/23/2021	BEL	GC	Prepare for and participate in call with committee.	1.20	950.00	\$1,140.00
03/23/2021	SWG	GC	Participate in weekly Committee call.	1.10	725.00	\$797.50
03/25/2021	SWG	GC	Call with counsel to new Committee member.	0.20	725.00	\$145.00
03/25/2021	SWG	GC	Draft and send email to new Committee member.	0.20	725.00	\$145.00
03/25/2021	KLL	GC	Revise Committee Bylaws and circulate same	0.30	460.00	\$138.00
03/29/2021	SWG	GC	Catch-up call with new Committee member.	1.10	725.00	\$797.50
03/30/2021	SWG	GC	Participate in weekly UCC call	1.00	725.00	\$725.00
03/30/2021	RJF	GC	Telephonic committee meeting.	1.50	1395.00	\$2,092.50
03/30/2021	AAH	GC	Prepare for and attend Creditors Committee meeting	1.50	725.00	\$1,087.50
				27.70		\$24,254.00

Hearing

03/08/2021	MDW	HE	Internal discussions in prep for and attend hearing on Motion to Intervene in Head litigation.	1.30	1225.00	\$1,592.50
				1.30		\$1,592.50

PSZ&J Retention

03/09/2021	KLL	PR	Check docket for objections to retention application and correspond with Court on same for entry of order	0.40	460.00	\$184.00
03/09/2021	KLL	PR	Prepare supplemental Warner declaration re retention application	0.70	460.00	\$322.00
03/10/2021	SWG	PR	Draft and send email to T. Scannell re: supplemental disclosure involving Mr. Nugent	0.30	725.00	\$217.50
03/15/2021	KLL	PR	Download and circulate Committee professionals retention orders	0.30	460.00	\$138.00

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1.70

\$861.50

Schedules/Sofa

03/24/2021 KLL SFA Download and circulate amended schedules and
sofa's

0.60

460.00

\$276.00

0.60

\$276.00

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TOTAL SERVICES FOR THIS MATTER:

\$350,976.50

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Expenses

02/05/2021	CC	Conference Call [E105] Loop Up Conference Call, SWG	0.56
02/05/2021	CC	Conference Call [E105] Loop Up Conference Call, SWG	28.44
02/08/2021	CC	Conference Call [E105] Loop Up Conference Call, SWG	31.84
02/09/2021	CC	Conference Call [E105] Loop Up Conference Call, SWG	41.89
02/15/2021	CC	Conference Call [E105] Loop Up Conference Call, SWG	13.43
02/16/2021	CC	Conference Call [E105] Loop Up Conference Call, SWG	28.42
02/16/2021	CC	Conference Call [E105] Loop Up Conference Call, SWG	45.02
02/17/2021	CC	Conference Call [E105] AT&T Conference Call, MBL	7.10
02/22/2021	CC	Conference Call [E105] Loop Up Conference Call, SWG	17.69
02/22/2021	CC	Conference Call [E105] Loop Up Conference Call, SWG	0.07
03/02/2021	LN	80687.00001 Lexis Charges for 03-02-21	39.03
03/04/2021	RE2	SCAN/COPY (29 @0.10 PER PG)	2.90
03/04/2021	RE2	SCAN/COPY (13 @0.10 PER PG)	1.30
03/04/2021	RE2	SCAN/COPY (24 @0.10 PER PG)	2.40
03/04/2021	RE2	SCAN/COPY (17 @0.10 PER PG)	1.70
03/04/2021	RE2	SCAN/COPY (18 @0.10 PER PG)	1.80
03/04/2021	RE2	SCAN/COPY (19 @0.10 PER PG)	1.90
03/04/2021	RE2	SCAN/COPY (42 @0.10 PER PG)	4.20
03/04/2021	RE2	SCAN/COPY (11 @0.10 PER PG)	1.10
03/05/2021	LN	80687.00001 Lexis Charges for 03-05-21	35.26
03/05/2021	LN	80687.00001 Lexis Charges for 03-05-21	7.54
03/06/2021	LN	80687.00001 Lexis Charges for 03-06-21	7.06
03/06/2021	LN	80687.00001 Lexis Charges for 03-06-21	3.77
03/07/2021	LN	80687.00001 Lexis Charges for 03-07-21	7.06
03/08/2021	RE2	SCAN/COPY (11 @0.10 PER PG)	1.10
03/08/2021	RE2	SCAN/COPY (42 @0.10 PER PG)	4.20
03/08/2021	RE2	SCAN/COPY (140 @0.10 PER PG)	14.00
03/08/2021	RE2	SCAN/COPY (11 @0.10 PER PG)	1.10
03/08/2021	RE2	SCAN/COPY (17 @0.10 PER PG)	1.70
03/08/2021	TR	Transcript [E116] Cindy Sumner, CSR, Inv. 031001, K. LaBrada	199.65
03/10/2021	LN	80687.00001 Lexis Charges for 03-10-21	49.37

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03/10/2021	LN	80687.00001 Lexis Charges for 03-10-21	28.94
03/10/2021	TR	Transcript [E116] U.S. Legal Support, Inv. 140137160, BEL	2,411.75
03/11/2021	BB	80687.00001 Bloomberg Charges through 03-11-21	260.40
03/11/2021	LN	80687.00001 Lexis Charges for 03-11-21	7.24
03/11/2021	RE2	SCAN/COPY (22 @0.10 PER PG)	2.20
03/11/2021	RE2	SCAN/COPY (37 @0.10 PER PG)	3.70
03/11/2021	RE2	SCAN/COPY (22 @0.10 PER PG)	2.20
03/11/2021	RE2	SCAN/COPY (27 @0.10 PER PG)	2.70
03/11/2021	TR	Transcript [E116] U.S. Legal Support, Inv. 140137153, BEL	1,607.90
03/11/2021	TR	Transcript [E116] U.S. Legal Support, Inv. 140137168, BEL	1,110.52
03/12/2021	TR	Transcript [E116] U.S. Legal Support, Inv. 140137298, BEL	1,227.76
03/17/2021	TR	Transcript [E116] U.S. Legal Support, Inv. 140137623, BEL	1,498.91
03/18/2021	FE	80687.00001 FedEx Charges for 03-18-21	53.78
03/18/2021	RE	(154 @0.20 PER PG)	30.80
03/18/2021	RE2	SCAN/COPY (90 @0.10 PER PG)	9.00
03/18/2021	RE2	SCAN/COPY (13 @0.10 PER PG)	1.30
03/18/2021	RE2	SCAN/COPY (56 @0.10 PER PG)	5.60
03/18/2021	RE2	SCAN/COPY (28 @0.10 PER PG)	2.80
03/18/2021	RE2	SCAN/COPY (3 @0.10 PER PG)	0.30
03/18/2021	RE2	SCAN/COPY (12 @0.10 PER PG)	1.20
03/18/2021	RE2	SCAN/COPY (1 @0.10 PER PG)	0.10
03/18/2021	RE2	SCAN/COPY (20 @0.10 PER PG)	2.00
03/18/2021	RE2	SCAN/COPY (48 @0.10 PER PG)	4.80
03/18/2021	RE2	SCAN/COPY (1 @0.10 PER PG)	0.10
03/18/2021	RE2	SCAN/COPY (19 @0.10 PER PG)	1.90
03/18/2021	RE2	SCAN/COPY (3 @0.10 PER PG)	0.30
03/18/2021	RE2	SCAN/COPY (4 @0.10 PER PG)	0.40
03/18/2021	RE2	SCAN/COPY (6 @0.10 PER PG)	0.60
03/18/2021	RE2	SCAN/COPY (47 @0.10 PER PG)	4.70
03/18/2021	RE2	SCAN/COPY (73 @0.10 PER PG)	7.30
03/18/2021	RE2	SCAN/COPY (33 @0.10 PER PG)	3.30
03/18/2021	RE2	SCAN/COPY (1 @0.10 PER PG)	0.10
03/18/2021	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
03/18/2021	RE2	SCAN/COPY (18 @0.10 PER PG)	1.80

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03/18/2021	RE2	SCAN/COPY (47 @0.10 PER PG)	4.70
03/18/2021	RE2	SCAN/COPY (9 @0.10 PER PG)	0.90
03/24/2021	LN	80687.00001 Lexis Charges for 03-24-21	7.24
03/24/2021	LN	80687.00001 Lexis Charges for 03-24-21	10.82
03/30/2021	LN	80687.00001 Lexis Charges for 03-30-21	28.94
03/31/2021	RS	Research [E106] Everlaw, Inc. Inv. 38575	451.61
03/31/2021	PAC	Pacer - Court Research	21.20

Total Expenses for this Matter

\$9,424.61

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REMITTANCE ADVICE

Please include this Remittance with your payment

For current services rendered through: 03/31/2021

Total Fees \$350,976.50

Total Expenses 9,424.61

Total Due on Current Invoice \$360,401.11

Outstanding Balance from prior invoices as of 03/31/2021 (May not include recent payments)

<u>A/R Bill Number</u>	<u>Invoice Date</u>	<u>Fees Billed</u>	<u>Expenses Billed</u>	<u>Balance Due</u>
127417	02/28/2021	\$269,599.50	\$1,240.56	\$53,919.90

Total Amount Due on Current and Prior Invoices: \$414,321.01

EXHIBIT C

**SUMMARY OF EXPENSE REIMBURSEMENT BY CATEGORY FOR FIRST
INTERIM TIME PERIOD FROM FEBRUARY 1, 2021 THROUGH MARCH 31, 2021**

Expense Category	Total Expenses
Conference Call	\$214.46
Deposition Transcript	\$8,443.79
Federal Express	\$53.78
Online Research	\$1,524.64
Pacer	\$33.10
Photocopying/Scanning	\$395.40
Total	\$10,665.17